

PANZER BATTLES

**A Study of the Employment of Armour
in the Second World War**

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F. W. VON MELLENTHIN**

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PANZER BATTLES

P R E F A C E

THIS BOOK IS based on my experiences during the Second World War. As an officer of the German General Staff I took part in some of the greatest campaigns in Africa, Russia and the West, and came into close contact with many of Germany's outstanding soldiers. For over a year I served on the personal staff of Field-Marshal Rommel.

Perhaps I may be permitted to strike a personal note, and explain why I have ventured to make this contribution to the increasing flood of war literature. When the war broke out I was a captain on the staff of Third Army Corps in the invasion of Poland, and when it ended I was a major-general and Chief of Staff of Fifth Panzer Army in the Ruhr pocket. Apart from brief intervals of illness I was on active service during the whole war, and held operational appointments in Poland, France, the Balkans, the Western Desert, Russia, Poland again, France again, and finally in the Ardennes and the Rhineland. I was present at many critical battles, I met some heroic and brilliant soldiers, and I have seen tanks in action under all conditions of war, from the snowbound forests of Russia to the endless plains of the Western Desert.

In preparing this book I have received generous aid from brother officers in the German Army. In particular I am deeply indebted to my former commander, General Balck, for putting his personal papers at my disposal; they have proved invaluable, especially with regard to the fighting in Russia. I am very grateful to my friend Colonel Dingler of the German General Staff for allowing me to quote freely from his narrative of the Stalingrad operations, and I must thank Lieutenant-General von Natzmer and my brother, General Horst von Mellenthin, for providing important documents relating to the Red Army.

I have endeavoured to give an objective account of the campaigns in which I took part. Although this book is written from the German point of view, I have not confined myself to German sources. Some excellent British and American histories have been published, and I have made full use of them. With the material now available it should be possible to attempt a serious assessment of the military events of 1939/45.

I feel confident that soldiers of all nations are now anxious to establish the facts about the Second World War, and to avoid conclusions based on individual prejudice or patriotic sentiment. This I have attempted to do.

FRIEDRICH WILHELM VON MELLENTHIN

Johannesburg, South Africa.

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INTRODUCTION

I WAS BORN ON 30 August 1904, in the old German trading city of Breslau, situated in the heart of our beautiful province of Silesia.

Winston Churchill has related how he attended the German military manœuvres of 1908, and was presented to His Imperial Majesty the Kaiser Wilhelm II. The Kaiser greeted him with the remark: 'A fair country this Silesia, well worth fighting for.' Today Silesia belongs to Poland, and some of the greatest names in German history and tradition—Leuthen, Liegnitz, Katzbach—have been obliterated from the map of Europe. The fate of Silesia is shared by Pomerania, whence my father's family originally came, and where the Mellenthins were established in 1225.

My father, Paul Henning von Mellenthin, was a lieutenant-colonel of artillery, and was killed in action on the Western Front on 29 June 1918. I was his third son. The family of my mother Orlinda, née von Waldenburg, derived from Silesia and Brandenburg; her great-grandfather was Prince August of Prussia, a nephew of Frederick the Great. My mother was my guiding star in time of peace and war, and after my father's early death she shouldered the entire burden of bringing up and educating her three sons. She passed away in August 1950, a few weeks before I left for South Africa.

At Breslau I attended the Real-Gymnasium, and after matriculation I enlisted in the Seventh Cavalry Regiment on 1 April 1924. This regiment was stationed at Breslau, and drew its traditions from the famous White Curassiers of the Imperial Army. All my life I have had a passion for horses and I look back on my eleven years' service in the cavalry as the happiest period of my life. But my first four years in the army were spent under hard conditions, for at that period it took several years to qualify for commissioned rank. I enlisted as a private and remained so for eighteen months, before I was promoted corporal. In 1926 I attended the Infantry School at Ohrdruf, and then went to the Cavalry School at Hanover, where we received a most rigorous training in tactics and horsemanship.

On 1 February 1928 I was commissioned as a lieutenant—a promotion of which I felt extremely proud. During the

days of the Reichswehr of 100,000 men, only 4,000 officer posts were available in the whole army ; the process of selection was strict, for the Commander-in-Chief, General von Seeckt, was determined that his officers should be a *corps d'élite*. I served as a regimental officer with a cavalry squadron until 1935, and indulged my love of racing and steeplechasing to the full.

On 2 March 1932 I married Ingeborg, née von Aulock, daughter of Major von Aulock and Nona, née Malcomess. My wife's grandfather emigrated to South Africa in 1868, where his family is firmly established in the Eastern Province—a member of the house was a Senator in the Union Parliament. Thanks to an inheritance from her grandfather which my wife received at the end of the Second World War, we were able to emigrate to South Africa, after we had lost all our estates and possessions in Eastern Germany. We have two sons and three daughters.

Originally I had no ambition to become a staff officer, for I loved regimental life, and was perfectly happy to remain in the Seventh Cavalry. Unfortunately my commanding officer, Colonel Count S——, shared my aversion to office work ; he asserted that I displayed a tactical flair during training exercises, and detailed me to prepare all operational papers for submission to divisional headquarters. Division approved of the papers, and the Count approved of my work. On 1 October 1935 I was ordered to report to the War Academy at Berlin for training as a General Staff Officer.

The staff course at the War Academy lasted for two years. During the first year training was restricted to the regimental level, and in the second year we were taught the handling of divisions and larger formations. I look back on that course with regret—it was my last carefree period as an officer. Lectures were confined to the morning, and the afternoons were free for study or more pleasant occupations. Pre-war Berlin was a most attractive city, and offered all that could be desired as regards theatres, sport, music, and social life.

In the autumn of 1937 I qualified at the War Academy and was appointed to the staff of 3 Corps in Berlin. My commander was General von Witzleben, who later commanded First Army in the French campaign ; he was then promoted to Field-Marshal and appointed Commander-in-Chief West, but in January 1942 he went into retirement. Witzleben played a leading role in the conspiracy of 20 July 1944, and was hanged by the Gestapo. I was very pleased to serve under this distinguished soldier, who commanded the respect and affection of all his staff.

My post as a staff captain of the Berlin corps involved me in much work relating to state receptions and military parades. I helped to organize various Führer parades, as well as ceremonies in honour of Mussolini and Prince Paul of Yugoslavia. I was always very happy to see the last of those V.I.P.s ; all staff officers will recall the feeling of relief when a ceremonial parade goes off without a hitch.

Of greater interest was my work in connexion with counter-espionage in the Berlin Military District, and with the security of our armament factories in the area. An elegant Polish officer called Sosnowski had caused a flutter in high quarters by disguising himself as a racehorse owner and then getting introductions to lady secretaries at the War Office, from whom he obtained valuable secrets. It was my responsibility to see that such incidents did not recur !

During the 1930s the question of mechanizing the German Army came very much to the fore. The Versailles Treaty had prohibited Germany from possessing any modern arms or equipment, and we were not allowed a single tank. I well remember how as young soldiers we were taught with wooden guns and dummy weapons. In 1930 our motorized troops consisted of a few obsolete armoured reconnaissance vehicles and some motor-cycle companies, but by 1932 a motorized formation with dummy tanks was taking part in manoeuvres. It demonstrated beyond any doubt the role which armour would play in modern war.

The driving force behind these developments was Colonel Heinz Guderian, who for many years was Chief of Staff of the Inspectorate for Motorized Troops. It is customary to say that the German Army derived its conceptions of armoured warfare from the British military writers, Liddell Hart and General Fuller. I would be the last to deny the stimulating effect of their work, yet it is a fact that by 1929 German tactical theory had progressed beyond that of Great Britain, and indeed was basically similar to the doctrine which we practised with such effect in the Second World War. The following extract from General Guderian's *Panzer Leader* * is significant :

In this year, 1929, I became convinced that tanks working on their own or in conjunction with infantry could never achieve decisive importance [*sic*]. My historical studies, the exercises carried out in England and our own experiences with mock-ups had persuaded me that tanks would never be able to produce their full effect until the other weapons on whose support they must inevitably

* * Michael Joseph, 1952, p. 24.

rely * were brought up to their standard of speed and of cross-country performance. In such a formation of all arms, the tanks must play the primary role, the other weapons being subordinated to the requirements of the armour. It would be wrong to include tanks in infantry divisions: what was needed were armoured divisions which would include all the supporting arms needed to allow the tanks to fight with full effect.

This armoured theory of Guderian provided the essential foundation on which Germany's panzer armies were built up. There are those who sneer at military theory, and talk contemptuously of 'chairborne officers', but the history of the last twenty years has demonstrated the vital importance of clear thinking and far-sighted planning. Naturally the theorist must be closely allied to practical realities—Guderian is a brilliant example—but without his preliminary work all practical development will ultimately fail. British experts did indeed appreciate that tanks had a great part to play in the wars of the future—this had been foreshadowed by the battles of Cambrai and Amiens †—but they did not stress sufficiently the need for co-operation of all arms within the armoured division.

The result was that Britain was about ten years behind Germany in the development of tank tactics. Field-Marshal Lord Wilson of Libya has described his efforts to train 7 Armoured Division in Egypt in 1939/40 and says: ‡

In the training of the armoured division, I stressed the need of full co-operation of all arms in battle. One had to check a pernicious doctrine which had grown up in recent years, aided by certain civilian writers, that tank units were capable of winning an action without the assistance of the other arms. . . . The chief agents in debunking this and many other fallacies of our pre-war pundits were the Germans.

In spite of warnings by Liddell Hart on the need for co-operation between tanks and guns, British theories of armoured warfare tended to swing in favour of the 'all-tank' concept, which, as Field-Marshal Wilson points out, had such a mischievous effect in the British Army. It was not until late in 1942 that the British began to practise close co-operation between the tanks and artillery in their armoured divisions.

The development of our tank arm undoubtedly owed much to Adolf Hitler. Guderian's proposals for mechanization met with considerable opposition from influential generals, although General Baron von Fritsch, the Commander-in-Chief of the

* My italics.

† As General von Zwehl remarked: 'Germany was not defeated by the genius of Marshal Foch, but by General Tank.'

‡ Lord Wilson of Libya, *Eight Years Overseas, 1939-47* (Hutchinson, 1950), p. 28.

Army, was inclined to favour them. Hitler was keenly interested ; he not only acquired a remarkable knowledge of the technical problems of motorization and armour, but showed that he was receptive to Guderian's strategic and tactical ideas. In July 1934 an Armoured Troops Command was established with Guderian as Chief of Staff, and from then on progress was rapid. Hitler stimulated interest by attending the trials of new tanks, and his Government did everything possible to build up our motor industry and develop trunk roads. This was of vital importance, because from the technical point of view the German motor industry had a great deal of leeway to make up.

In March 1935 Germany formally denounced the military clauses of the Treaty of Versailles, and that year the first three panzer divisions were established. My own cavalry regiment was among those selected for conversion to armour. As passionate cavalymen we all felt rather sore at having to bid farewell to our horses, but we were determined to maintain the great traditions of Seidlitz and Ziethen and pass them on to the new armoured corps. We were proud of the fact that the panzer divisions were mainly composed of former cavalry regiments.

Between 1935 and 1937 a tense struggle was fought out within the German General Staff, regarding the future role of armour in battle. General Beck, the Chief of Staff, wished to follow the French doctrine and tie down the tanks to close support of the infantry. This pernicious theory, which proved so fatal to France in the summer of 1940, was successfully combated by Guderian, Blomberg and Fritsch. By 1937 we had begun to form panzer corps, composed of a panzer division, and a motorized infantry division ; Guderian looked further ahead, and foresaw the creation of tank armies.

Meanwhile the political situation was growing increasingly tense. There were many aspects of the internal policy of Nazism which were disliked by professional soldiers, but General von Seeckt, the creator of the Reichswehr, had adopted the principle that the army should remain aloof from political affairs, and his view was generally accepted. No German officer liked the antics of the 'brown men', and their attempts to play at soldiers aroused laughter and contempt.* But Hitler did not swamp the Army with the S.A. ; on the contrary

* *Editor's note.* A few words on the S.S. and the S.A. may prove of value to the reader. In 1923 the S.A. (Sturm Abteilung) was organized as a bodyguard for the Nazi leaders. Of this the S.S. (Schutzstaffel or Elite Guard), distinguishable from the brown-shirted S.A. troopers by its black shirts, formed a small part. In 1929 Himmler took charge of the S.S., and rebuilt and enlarged it along

he accepted general conscription and the exclusive control of the Army by the General Staff. Moreover his great successes in the field of foreign policy, and particularly the decision to re-arm, were welcomed by the whole German nation. The revival of Germany as a Great Power was hailed with enthusiasm by the officer corps.

This does not mean that we wanted war. The General Staff tried hard to restrain Hitler, but its position was weakened when he occupied the Rhineland in direct opposition to their advice. In 1938 the General Staff was strongly opposed to any action in Czechoslovakia which might lead to a European War, but the weakness of Chamberlain and Daladier encouraged Hitler to attempt new adventures. I am well aware that the German General Staff is regarded with great suspicion abroad, and that my comments on our reluctance to wage war will be received with scepticism. Therefore I cannot do better than quote the words of Cyril Falls, one of Britain's leading military writers, who until recently was Chichele Professor of the History of War at the University of Oxford. He says : *

We in this country do consider ourselves up to a certain point entitled to reproach the German General Staff for having set its face towards war in 1914. Sometimes we make the same charge about the year 1939, but I agree with Herr Görnitz that in this case it cannot be justified. You can indict Hitler, the Nazi state and party, even the German nation. But the General Staff did not want war with France and Britain, and after it had become engaged in war with them it did not want war with Russia.

The peaceful solution of the Sudeten crisis in October 1938 was a great relief to the Army. I was then serving as Ic † of 3 Corps ; our headquarters was situated near Hirschberg in Silesia. As a result of the Munich agreement we were able to move peacefully into Sudetenland, and as we marched past the formidable Czech fortifications everyone felt relieved that bloody fighting had been avoided, fighting in which the chief victims would have been the Sudeten Germans. Our soldiers

racial lines. In 1933 the S.S. was divided into three major groups : non-specialized troopers, troopers for special guard duty, and the S.S.-Verfügungstruppe, troops at the disposal of the Party chiefs. From the last group were developed the Waffen-S.S., Elite Guard troops organized and fully-equipped as crack military units. Although units of the Waffen-S.S. served alongside Army formations, and were under the operational orders of the General Staff, they were not part of the German Army, and did not come under Army discipline.

The S.A. were reduced in power after the execution of their leader, Ernst Röhm, in 1934, but were given a significant military and political role by Hitler in 1937.

* In his foreword to *The German General Staff* by Walter Görnitz (Hollis & Carter, 1953), p. ix.

† Chief Intelligence Officer.

received a touching reception in every village, and were greeted with flags and flowers.

For a few weeks I was liaison officer to Konrad Henlein, the leader of the Sudeten Germans. I learned much about the difficulties of these frontier Germans, who had been suppressed culturally and economically. Faith in Hitler's leadership had grown immeasurably, but with the annexation of Bohemia in March 1939 the international situation became increasingly critical. I was then back in Berlin, and had my hands full in preparing the gigantic military parade in honour of Hitler's fiftieth birthday. This parade was designed as a military demonstration and a display of power; the marching columns were headed by colour parties bearing all the battle standards of the Wehrmacht.

I longed to get away from this sort of life—I was tired of running a military circus, and wanted to return to the troops. Arrangements were made for my attachment for a year to Panzer Regiment 5,* and I was told to report on 1 October 1939. But soon the Polish crisis overshadowed everything, and I was immersed in the details of operational staff work.

In spite of the military preparations along the eastern frontier, and the increasing tension in our relations with Britain and France, we still hoped that our demand for Danzig—a purely German city—would not lead to a world conflagration. Presented at a different time and in a different manner the demand for Danzig would have been perfectly justified. Coming as it did—immediately after the annexation of Czechoslovakia—the demand was bound to arouse the gravest concern in London and Paris. In 1945, when a prisoner-of-war, I was told by General Geyr von Schweppenburg, the former military attaché in London, that Hitler was convinced that an invasion of Poland would not lead to war with the Western powers. He ignored the warning of his military attaché that Great Britain would declare war, and thought that his Non-Aggression Pact with Russia had clinched the matter.

During the last days of August 1939 the long convoys of 3 Corps rumbled through the streets of Berlin and headed for the Polish frontier. Everyone was quiet and serious; we all realized that for good or ill Germany was crossing the Rubicon. There was no trace of the jubilant crowds whom I had seen in 1914 as a boy of ten. Civilians or soldiers—nobody felt any elation or enthusiasm. But determined to do his duty to the very last, the German soldier marched on.

* Afterwards part of Rommel's famous 21 Panzer Division.

PART ONE

POLAND, FRANCE AND THE BALKANS

I

THE POLISH CAMPAIGN

THE GERMAN ARMY entered Poland at 0445 hours on 1 September 1939; the advance of the ground forces was preceded by devastating attacks by the Luftwaffe on Polish airfields, railway junctions and mobilization centres. From the beginning of the offensive we had complete air superiority and the deployment of the Polish forces was seriously hampered in consequence. Our mechanized columns raced over the border and soon made deep penetrations into Polish territory.

It is not my purpose to discuss this campaign in detail, for the German superiority was so marked that the operations have no special interest for the student of strategy and tactics. I propose therefore to summarize the reasons for our success, and to give only a brief outline of my own experiences during the campaign.

In size the Polish Army was impressive, and appeared to justify the claim of the Polish Government and press that Poland had now become a Great Power. On paper the Poles could muster thirty first-line divisions, ten reserve divisions, and eleven cavalry brigades. But, as I have observed, the Polish mobilization was gravely affected by the attacks of the Luftwaffe, and even those formations which did mobilize found their power of movement seriously restricted and their supply system breaking down. With only a few hundred modern aircraft, and inadequate anti-aircraft artillery, the Polish forces were unable to bring their numerical strength into action. Moreover, with their inadequate fire-power and obsolete equipment, the Polish divisions were really only comparable with German regimental groups. The Poles had only a few tanks and armoured-cars, their anti-tank artillery was totally insufficient, and like the Italians, much of their equipment dated from the First World War. Their best formations were undoubtedly their cavalry brigades which fought with magnificent gallantry—on one occasion they charged our panzers with drawn sabres. But all the dash and bravery which the Poles frequently displayed could not

compensate for the lack of modern arms and serious tactical training.

A heavy responsibility rests with the Polish military clique for the condition of their Army in 1939. The state of their arms and equipment may have been influenced by economic factors, but there can be no excuse for their failure to appreciate the influence of fire-power on modern tactics.

The same intellectual weakness was shown in the field of strategy. In fairness to the Poles they may well have hoped that the French Army and the Royal Air Force would tie down considerable German forces in the west, but even so their plans were lacking in a sense of reality. A cautious attitude was fully justified by their inferiority in every arm, and by the configuration of the frontier, which made large areas indefensible. But so far from attempting to gain time by large-scale strategic withdrawals, the Polish Command held Poznia and the Polish Corridor in strength, attempted to deploy all their available forces on a front of 800 miles from Lithuania to the Carpathians, and even formed a special assault group for an invasion of East Prussia. Thus the Polish High Command succeeded in thoroughly splitting up and dispersing all their available forces.

Into these Polish dispositions the German plan fitted like a glove. We attacked Poland with forty-four divisions and 2,000 aircraft. Only a minimum force was left to hold the West Wall, which was still far from complete. Virtually the entire striking force of the Wehrmacht was flung across the Polish Frontier, in the confident expectation of gaining a rapid and easy victory. (See map on page 6.)

Army Group North (Colonel-General von Bock) comprised the Third and Fourth Armies, of which the Fourth faced Danzig and the Polish Corridor, while the Third was poised in East Prussia for a thrust towards Warsaw. The task of the Fourth Army was to overrun the Corridor and join hands with the Third in an advance on the Polish capital.

Army Group South (Colonel-General von Rundstedt), comprising the Eighth, Tenth and Fourteenth Armies, was based on Silesia and Slovakia. This Group also was to advance in the general direction of Warsaw, and provide the second arm of a giant pincer movement which was designed to entrap the Polish forces in Poznia, and indeed in all their territory west of the Vistula. The two Army Groups were only connected by light containing forces, which faced towards Posen and covered the main road to Berlin. This conception of a weak centre with two powerful attacking wings was traditional in German

strategy, and found its roots in Count von Schlieffen's classic study of Hannibal's victory at Cannae.

The German forces included six panzer divisions and four light divisions. Each panzer division had one panzer brigade and one rifle brigade. The panzer brigade consisted of two regiments with 125 tanks each, and the rifle brigade had two rifle regiments and a motor-cycle battalion. The light divisions had two rifle regiments, each of three battalions, and one tank detachment (*Abteilung*).*

In this campaign the quality of our *materiel* left much to be desired. We had a few Mark IVs with low-velocity 75-mm guns, some Mark IIIs carrying the unsatisfactory 37-mm,† and the bulk of our armoured strength was made up of Mark IIs carrying only a heavy machine-gun. Moreover both armoured strategy and tactics were still in an experimental stage. Fortunately General Guderian was in command of the mechanized divisions operating with Army Group North; from detailed study and experiment before the war he had gained a profound insight into the possibilities of the tank, and what was equally important, into the need for combined action by tanks, artillery, and infantry within the panzer division.

Guderian foresaw the ultimate creation of panzer armies, and in this campaign he handled the two panzer divisions and the two light divisions with Army Group North as a single entity. He realized that if armoured formations are tied too closely to infantry armies or infantry corps, their main asset—mobility—cannot be properly exploited. His views did not prevail in Army Group South where the armour was split up and dispersed among the various armies and corps.

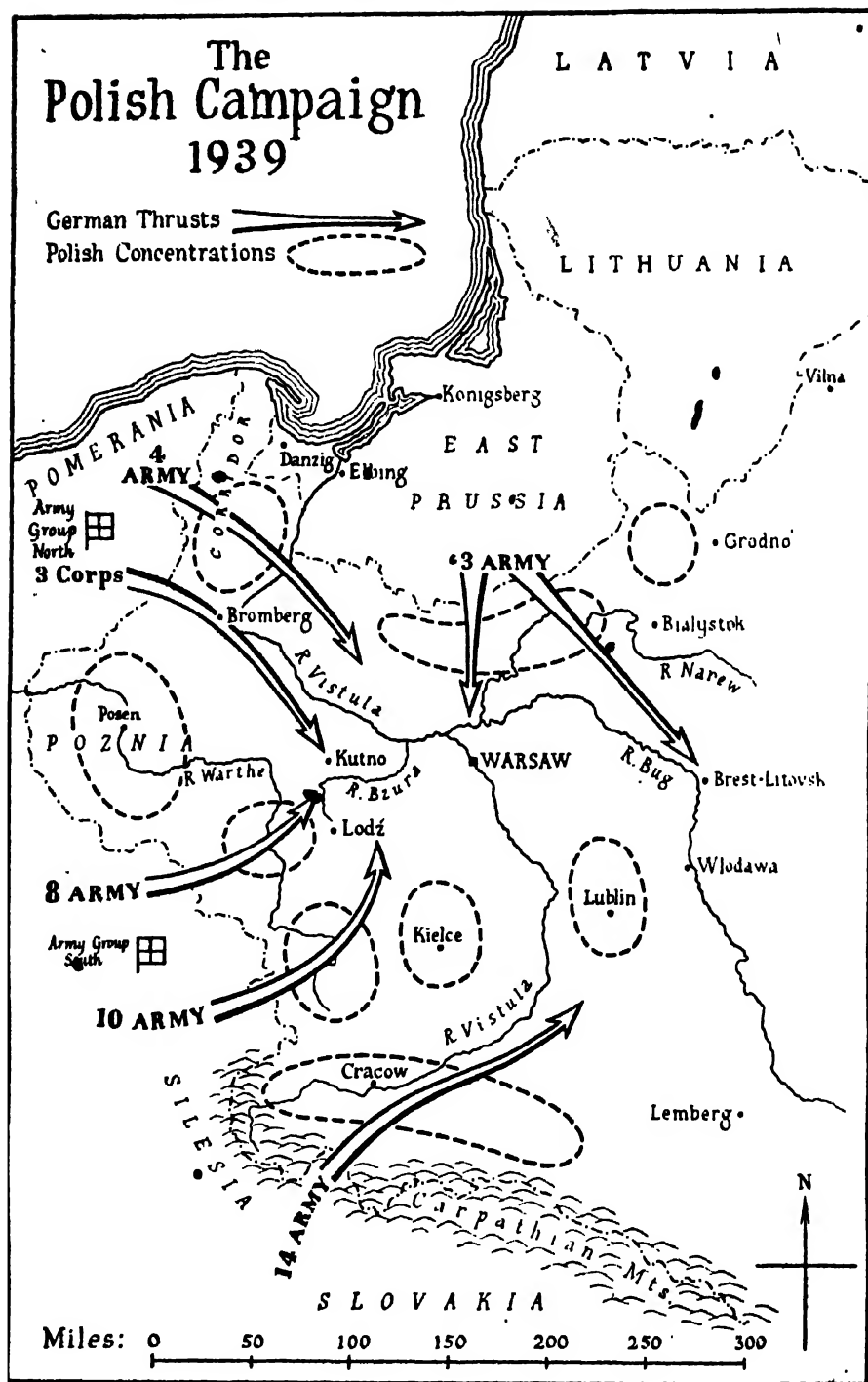
When the campaign opened I was Intelligence Officer (Ic) of 3 Corps, commanded by General Haase. This was the Berlin Corps with which I had served in peacetime, and consisted of 50 and 208 Infantry Divisions. We were part of the Fourth Army, and were entrusted with the task of advancing from Pomerania to the Vistula east of Bromberg, and cutting the line of retreat of the Polish troops holding the Corridor. Guderian's 19 Corps advanced on our northern flank, and he achieved such rapid and spectacular success, that the resistance on our front crumbled away. Even during the first days of the invasion we took hundreds of prisoners with negligible losses.

* The establishment of the light divisions did not prove satisfactory and after the campaign they were converted to panzer divisions.

† A gun appreciably inferior to the British 2-pounder.

The Polish Campaign 1939

German Thrusts →
Polish Concentrations ○



Nevertheless the operations were of considerable value in 'blooding' our troops, and teaching them the difference between real war with live ammunition and peacetime manœuvres. Very early in the campaign I learned how 'jumpy' even a well-trained unit can be under war conditions. A low-flying aircraft circled over Corps Battle Headquarters and everyone let fly with whatever they could grab. An air-liaison officer ran about trying to stop the fusillade and shouting to the excited soldiery that this was a German command plane—one of the good old *Fieseler Störche*. Soon afterwards the aircraft landed, and out stepped the Luftwaffe general responsible for our close air-support. He failed to appreciate the joke.

On 5 September the spearhead of our Corps approached Bromberg, where no serious opposition was anticipated. I accompanied the leading troops, who were eager to enter the town and bring relief to the large number of Germans living there. But we met with a fierce and determined resistance by the Polish rearguard, assisted by many armed civilians. After we broke into the town, we found that the Poles had slaughtered in cold blood hundreds of our compatriots living in Bromberg. Their dead bodies littered the streets.

Meanwhile the German armies were advancing along the whole front. By 7 September Army Group South had entered Cracow and was approaching Kielce and Lodź, the Polish Corridor had been broken through, and the Third and Fourth Armies had joined hands. The bulk of Fourth Army advanced on Warsaw along the right bank of the Vistula, but on 11 September 3 Corps was put under Eighth Army and ordered to move west of the Vistula through Kutno. I was ordered to fly in a Storch to the Battle Headquarters of Eighth Army somewhere near Lodź, report on our situation, and ask for orders.

We took off in clear weather, flew over our advancing spearheads, then crossed a wide belt of Polish territory, where we could see the roads packed with dense columns of troops and civilians fleeing eastwards, and then entered a zone where we might expect to see the vanguards of Eighth Army. I have always regarded aircraft with a certain scepticism, and it did not surprise me when the engine started to give trouble while we were over an area of uncertain ownership. There was nothing for it but to make an emergency landing, and as the pilot and I stepped out of the machine we saw not far away groups of men in olive-green uniforms—definitely Poles. Just as we were about to let rip with our machine-pistols we heard

German commands—they were an advance detachment of 'Organization Todt',* and were employed in repairing bridges and roads.

After reporting to the Commander of Eighth Army, I was put in the picture by the Chief of Staff, General Felber. He told me that Eighth Army had just overcome a serious crisis on its northern flank. 30 Infantry Division, which had been holding a wide front on the River Bzura, was attacked by superior Polish forces withdrawing from Pozna towards Warsaw. This group of four infantry divisions and two cavalry brigades was assisted by other Polish units crammed in the area west of Warsaw. To avoid a serious reverse Eighth Army was compelled to suspend its advance on Warsaw, and come to the rescue of 30 Division. The Polish attacks had been repulsed and Eighth Army was now launching its own attack across the Bzura to encircle and destroy the very considerable Polish forces in the Kutno Area. 3 Corps was to close the gap on the west.

During that week we tightened the ring around Kutno, and beat off desperate break-out attempts by the encircled Poles. The situation was comparable in many ways with the encirclement of the Russians at Tannenberg in 1914. On 19 September the remnants of nineteen Polish divisions and three cavalry brigades, totalling 100,000 men, surrendered to Eighth Army.

That day virtually saw the end of the Polish Campaign. Guderian's Panzer Corps, dashing forward far in advance of the infantry formations of Army Group North, had crossed the Narew, and on 14 September had breached the fortifications of Brest-Litovsk. On 17 September Guderian made contact with the armoured spearheads of Army Group South, at Włodawa on the River Bug. Thus the pincer movement was completed, and we had succeeded in surrounding almost the entire Polish Army. The various pockets remained to be cleared up, and the tenacious defence of Warsaw continued until 27 September.

In conformity with the agreement signed in Moscow on 26 August, Russian troops entered Poland on 17 September, and our troops abandoned Brest-Litovsk and Lemberg and retired to the pre-arranged boundary line. Dazzling though the Polish victory had been, many of us had misgivings about this vast extension of Soviet power towards the west.

* Labour force.

II

THE CONQUEST OF FRANCE

IN THE WEST

EVEN BEFORE THE end of the Polish Campaign, 3 Corps was transferred to the West, and at the beginning of October we arrived in the sector north of Trèves. My second brother, who in peacetime was a high-ranking officer in the Forestry Department, was serving as a platoon commander in a reserve division near Saarbrücken, and I was able to visit him. This gave me an opportunity of inspecting the famous West Wall, or Siegfried Line, at first hand.

I soon realized what a gamble the Polish Campaign had been, and the grave risks which were run by our High Command. The second-class troops holding the Wall were badly equipped and inadequately trained, and the defences were far from being the impregnable fortifications pictured by our propaganda. Concrete protection of more than three feet was rare, and as a whole the positions were by no means proof against heavy calibre shelling. Few of the strongpoints were sited to fire in enfilade and most of them could have been shot to pieces by direct fire, without the slightest risk to the attackers. The West Wall had been built in such a hurry that many of the positions were sited on forward slopes. The anti-tank obstacles were of trivial significance, and the more I looked at the defences the less I could understand the completely passive attitude of the French.

Apart from sending some local patrols into the outlying areas (very 'outlying') of Saarbrücken, the French had kept very quiet and left the West Wall alone. This negative attitude was bound to affect the fighting morale of their troops, and was calculated to do much more harm than our propaganda, effective though it was.

When Hitler's peace proposals were rejected in October 1939, his immediate reaction was to force the issue by launching another Blitzkrieg. He feared that with every month of delay the Allies would grow stronger; moreover, no one really believed that our pact with Russia would last. Already she had followed up her advance into Poland with the occupation

of the Baltic States ; in November the Red Army attacked Finland. The menacing shadow in the East was an added inducement to seek victory in the West.

It was originally planned to launch our offensive in November, but bad weather grounded the Luftwaffe and forced repeated postponements of D-day. The army spent the winter in carrying out intensive training and in large-scale manœuvres. I was transferred to 197 Infantry Division as Chief of Staff (Ia) ; the division trained in the Posen area in bitterly cold weather. We continued our manœuvres and field-firing exercises in temperatures of twenty to thirty degrees below freezing point, and training from platoon to divisional level never knew any interruption.

In March 1940 the division was inspected by the famous General von Manstein, then Corps Commander, who actually designed the plan of attack in the West which was to lead to such undreamed-of success.* Manstein had the best brain in the German General Staff, but his manner was blunt ; he said what he thought, and did not attempt to disguise his opinions even when they were not flattering to his superiors. In consequence he had been ' put into cold storage ' and was allotted a relatively minor part in the campaign which he had so brilliantly conceived.

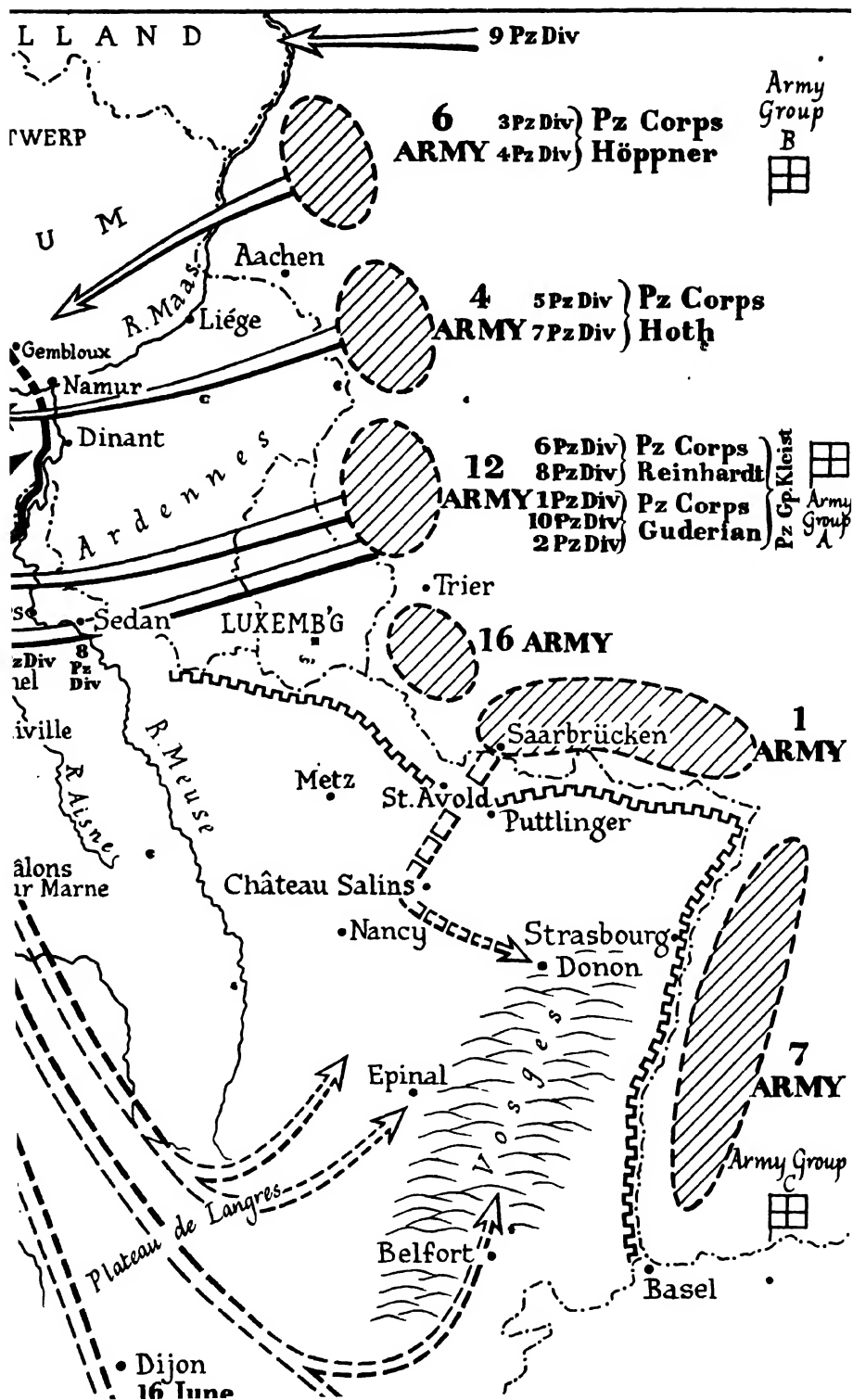
My own experience of the French Campaign was confined to Lorraine, and I did not take part in the great drive across Northern France to the English Channel. Nevertheless I propose to discuss the main campaign, because it is of such significance in the development of armoured warfare.

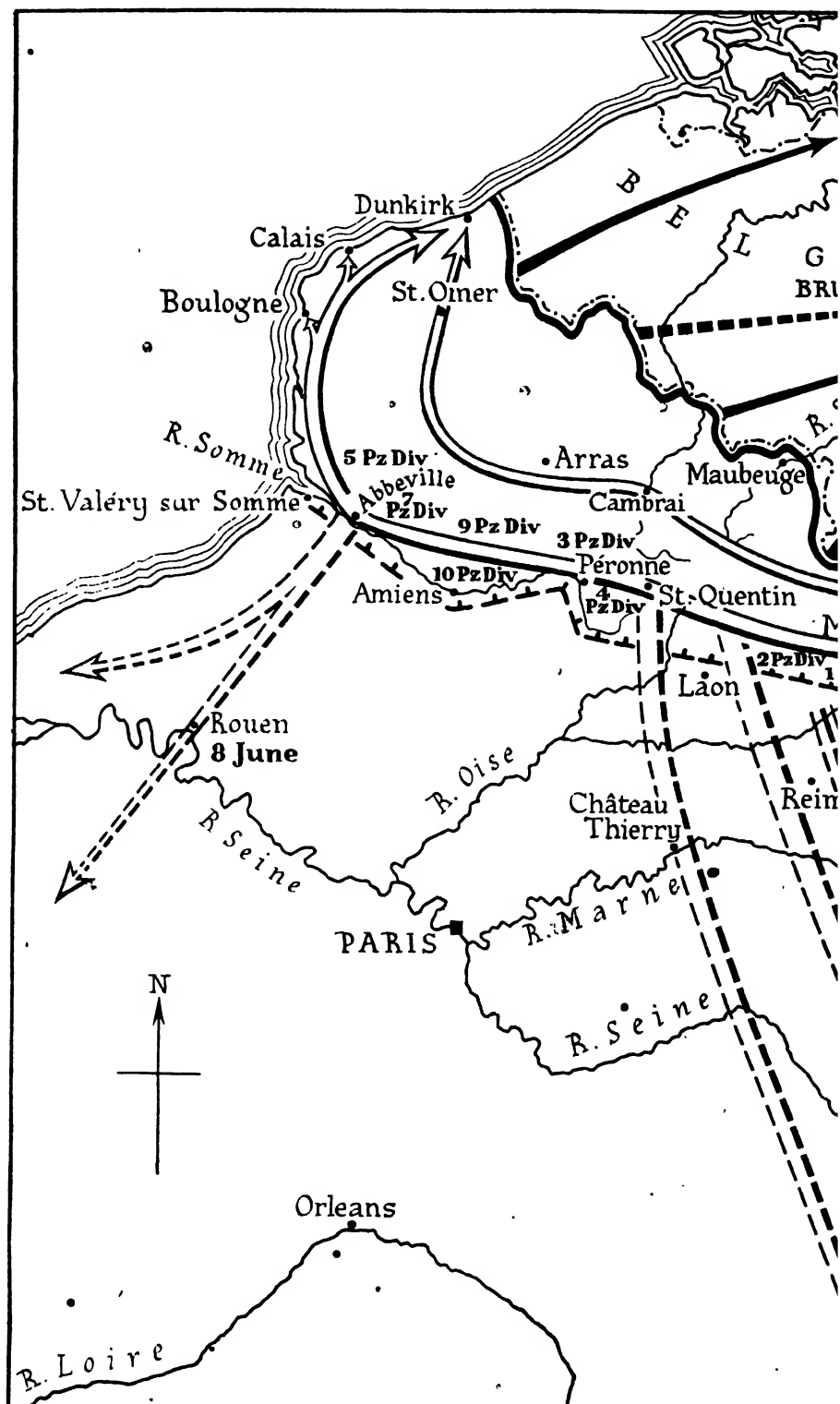
THE PLAN

In November 1939 the German plan of attack in the West was very similar to the famous Schlieffen plan of the First World War, i.e. the *Schwerpunkt*† was to be on the right wing, but swinging a little wider than in 1914 and including Holland. Army Group B (Colonel-General von Bock) was entrusted with this operation ; it was to include all our ten panzer divisions, and the main thrust was to be delivered on both sides of Liège. Army Group A (Colonel-General von Rundstedt) was to support the attack by crossing the Ardennes and pushing infantry up to the line of the Meuse, while Army Group C

* I am aware that the British official history, *The War in France and Flanders 1939-1940* (Ellis), minimizes Manstein's influence, but in my view the evidence of Guderian and other officers is decisive. Liddell Hart also takes the view that Manstein was the originator of the plan

† *Schwerpunkt* : point of main effort.





(Colonel-General von Leeb) was to stand on the defensive, and face the Maginot Line.

Doubts arose regarding the advisability of this plan. General von Manstein, then Chief of Staff of Army Group A,* was particularly opposed to making our main effort on the right wing, which he thought would lead to a frontal clash between our armour and the best French and British formations in the Brussels area. Merely to repeat our strategy of 1914 would mean throwing away the prospect of surprise, always the surest guarantee of victory. Manstein produced a subtle and highly original plan. A great attack was still to be made on our right flank, Army Group B was to invade Holland and Belgium with three panzer divisions † and all our available airborne troops. The advance of Army Group B would be formidable, noisy and spectacular; it would be accompanied by the dropping of parachute troops at key points in Belgium and Holland. There was little doubt that the enemy would regard this advance as the main attack, and would move rapidly across the Franco-Belgian frontier in order to reach the line of the Meuse and cover Brussels and Antwerp. The more they committed themselves to this sector, the more certain would be their ruin.

The decisive role was to be given to Army Group A. This was to comprise three armies—the Fourth, Twelfth and Sixteenth—and Panzergruppe Kleist. Fourth Army, which included Hoth's Panzer Corps, ‡ was to advance south of the Meuse and force a crossing at Dinant. The main thrust was to be delivered on the front of our Twelfth Army by Panzergruppe Kleist. This comprised Reinhardt's Panzer Corps (6 and 8 Panzer Divisions), Guderian's Panzer Corps (1, 2 and 10 Panzer Divisions) and Wietersheim's Motorized Corps (five motorized divisions). They were to cross the difficult terrain of the Ardennes—very unsuitable tank country and presumably inadequately guarded—and force the crossing of the Meuse at Sedan. They were then to sweep rapidly west, and push far behind the flank and rear of the enemy's forces in Belgium. Their left flank was to be covered initially by Sixteenth Army.

Such was the plan adopted by the German High Command, on the advice and inspiration of Manstein. It must be admitted that Manstein's proposals met with considerable

* Panzer Corps Hoppner with 3 and 4 Panzer Divisions was to thrust into Belgium in the direction of Brussels, while 9 Panzer Division was to operate in southern Holland.

† 5 and 7 Panzer Divisions.

opposition, and the scales were only tilted in their favour by a curious incident. In January 1940 a German courier aircraft lost its way and landed in Belgian territory. The officer on board had a copy of the original plan in his pocket, and we could not be certain whether it had been destroyed. Therefore it was decided to adopt Manstein's plan, to which Hitler was particularly attracted because of its originality and daring.

SEDAN

At 0535 on 10 May 1940 the spearheads of the German Army crossed the frontiers of Belgium, Luxembourg and Holland. As in Poland we enjoyed the advantage of air superiority, but no attempt was made to interfere with the British and French columns streaming into Belgium and southern Holland. The German High Command was delighted to see the enemy responding to our offensive in the exact manner which we desired and predicted.

The key to the offensive rested with Panzergruppe Kleist which plunged into the wooded hills of the Ardennes, and headed for the Meuse. I must emphasize that the German victories of May 1940 were due primarily to skilful application of the two great principles of war—Surprise and Concentration. The German Army was actually inferior to the Allied Armies, not only in numbers of divisions but particularly in numbers of tanks. While the combined Franco-British forces had about 4,000 tanks, the German Army could field only 2,800. Nor did we have any real advantage in quality. The Allied tanks, and especially the British Matilda, had stronger armour than our own, while the 37-mm gun on our Mark III—the principal German fighting tank—was inferior to the British 2-pounder. But the decisive factor was that for the break-through between Sedan and Namur we had massed seven of our ten panzer divisions, of which five were concentrated in the Sedan sector. The Allied military leaders, and particularly the French, still thought in terms of the linear tactics of the First World War, and split up their armour among the infantry divisions. The British 1 Armoured Division had not yet arrived in France, and the setting up of four French armoured divisions was only in the initial stage. Nor did the French contemplate using their armoured divisions in mass. By dispersing their armour along the whole front from the Swiss frontier to the English Channel the French High Command played into our hands, and have only themselves to blame for the catastrophe which was to follow.

Panzergruppe Kleist met no resistance in Luxembourg, and in the Ardennes the opposition of French cavalry and Belgian chasseurs was rapidly broken. The terrain was undoubtedly difficult, but carefully planned traffic control and far-sighted staff work smoothed the approach march of armoured divisions and motorized columns moving in echelons sixty miles deep. The enemy was unprepared for a massive thrust in this sector, his weak opposition was brushed aside, and on the evening of 12 May the advance guard of Panzer Corps Guderian had reached the Meuse and occupied the town of Sedan. Kleist decided to force a crossing of the Meuse on the afternoon of the 13th with the leading elements of the Panzer Corps. Infantry divisions would have been more suitable, but it was vital to take advantage of the enemy's confusion and give him no opportunity to regain his balance. Very powerful Luftwaffe formations were available to support the crossing.

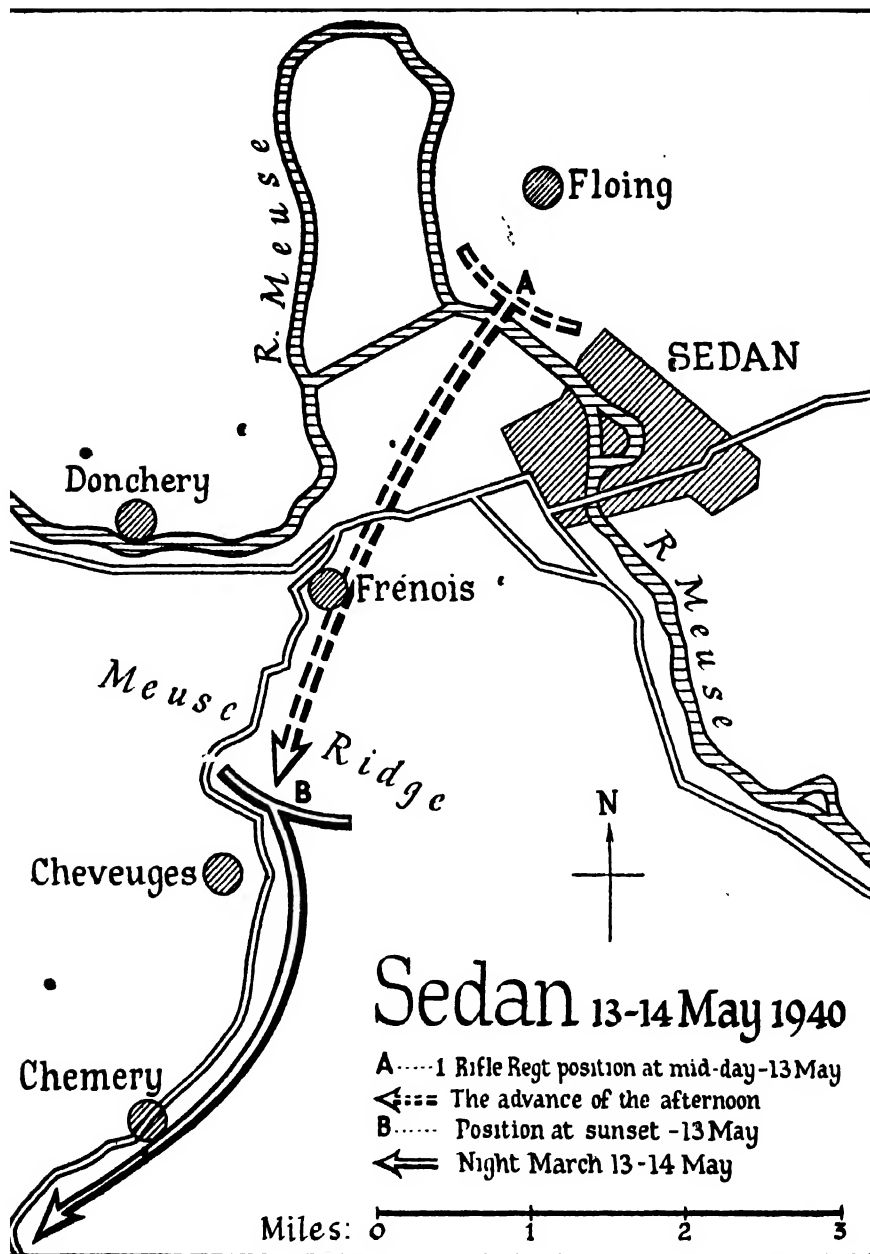
I am fortunate in possessing a first-hand account of the battle written by the Commander of 1 Rifle Regiment of 1 Panzer Division, Lieutenant-Colonel Balck.* On the evening of 12 May his regiment had reached the Meuse south of Floing and stood ready to attack. Officers and men knew exactly what was expected of them; for months they had practised this attack and studied maps and photographs of the terrain. Our Intelligence had obtained exact details of the French positions even down to the individual bunkers.

Nevertheless on the morning of 13 May the situation seemed ominous to the Staff of 1 Rifle Regiment. The French artillery was alert and the slightest movement attracted fire. The German artillery was held up on congested roads, and could not get into position in time, and neither the engineers nor the bulk of their equipment had reached the river. Fortunately the transport carrying the collapsible rubber boats had reached the Rifle Regiment, although the troops had to handle this equipment without help from the engineers.† Colonel Balck sent a liaison officer to Corps Headquarters to request maximum Luftwaffe support and to point out that the attack could not hope to succeed unless the French artillery was eliminated. The enemy's fire was making all movement impossible.

At about noon the Luftwaffe began its attack, using up to 1,000 aircraft in dense formations. The Stuka onslaught completely silenced the French artillery which never recovered

* Late General of Panzer Troops; a Corps Commander in Russia, an Army Commander in Poland and Hungary, and an Army Group Commander in the West.

† This illustrates the importance of infantry receiving thorough and versatile training in the work of other arms—as was the case with 1 Rifle Regiment.



from the blow. Colonel Balck has the impression that the crews deserted their batteries and could not be induced to go back to the guns. The complete cessation of French fire had a remarkable effect on the morale of the Rifle Regiment. A few minutes before everyone was seeking refuge in slit trenches, but now nobody thought of taking cover. It was impossible to hold the men. The collapsible boats were driven up to the river bank and offloaded in full view of the French bunkers fifty yards away, and the troops crossed the river under cover of an air attack so overpowering that they did not even notice that they had no artillery support whatever. Once across the river everything went like clockwork, and by sunset the regiment had secured the commanding heights along the south bank of the Meuse. The French seemed stunned by the air attack and their resistance was feeble ; moreover every unit under Balck's command had practised and rehearsed its role for months.

That evening Colonel Balck decided to enlarge the bridge-head and push on to Chémery, more than six miles south of the Meuse. It was a very bold decision. Neither artillery, armour nor anti-tank guns had yet come forward, and bridge-building over the Meuse was proceeding slowly in the face of continuous and determined air attacks. But Balck feared that a small bridge-head would be easily sealed off, and in spite of the exhaustion of his men, he decided to push deep into French territory. After a night march of six miles Chémery was occupied without opposition.

The morning of 14 May brought the crisis which Balck had deliberately courted ; a French armoured brigade counter-attacked with the support of low-flying aircraft. Fortunately the French found it difficult to improvise such an attack at short notice ; their tanks moved slowly and clumsily and by the time they got into action, our anti-tank guns were arriving, as were the first elements of 1 Panzer Brigade. The action was short and sharp ; although the French attacked courageously they showed little skill and soon nearly fifty of their tanks were burning on the battlefield. The signal arrangements in the French armoured brigade were poor, and the up-to-date wireless equipment of our armoured units gave them a clear advantage in manœuvre. The obsolete French aircraft suffered heavily from the machine-gun fire of the Rifle Regiment.

During the battle—and also during the crossing of the Meuse the previous day—General Guderian was well forward and Balck was able to consult him in person.

The Battle of Sedan has an important place in the development of armoured warfare. At that time it was customary to

draw a sharp distinction between rifle units and armoured units. This theory proved unsound. Had Colonel Balck had tanks under his command during the Meuse crossing, things would have been much easier. It would have been possible to ferry single tanks across the river, and there would have been no need to send the troops forward without any tank support on the night 13/14 May. If the French had counter-attacked more promptly the position of the Rifle Regiment would have been very critical, but at the time it was thought to be unwise to attach tanks to the infantry—the panzer brigade was to be kept intact for the decisive thrust.⁹ From Sedan onwards armour and infantry were used in mixed battle groups. These *Kampfgruppen* embodied a principle as old as war itself—the concentration of all arms at the *same time* in the *same area*.

The French resistance along the Meuse now collapsed. Their positions on the river bank were held by second-line troops with few anti-tank guns, and their morale seemed to go to pieces under dive-bombing. To the north of Mézières General Reinhardt's two panzer divisions crossed the Meuse at several places, and Hoth's Panzer Corps took the French completely by surprise at Dinant. On 14 May Guderian's Panzer Corps enlarged the bridgehead south and west of Sedan, and beat off various counter-attacks by the French 3 Armoured Division. The fighting here was very stubborn, and the most important heights changed hands several times.

On 15 May the German High Command developed 'nerves', and forbade any further advance by the panzer corps until the infantry divisions of the Twelfth Army, which were plodding along behind Panzergruppe Kleist, were ready to take over protection of the southern flank. But the commanders of the panzer corps and panzer divisions, judging the situation at the front, saw clearly that a gigantic victory was in the offing if only the westward drive was kept going and the enemy was allowed no time to develop counter-measures. In view of their strong protests, permission was given to 'enlarge the bridgeheads', and on 16 May Panzergruppe Kleist broke clean through the French front west of the Meuse, and set out on its drive to the sea.

THE DEBACLE

While the French centre was being pierced at Sedan a violent tank battle developed in Belgium on 13 and 14 May.

Höppner's Panzer Corps advancing north of the Meuse ran into French armoured forces of superior strength near Gembloux. But with their thorough training and excellent signals service Höppner's panzers outmanœuvred the French, and drove them back across the Dyle. Höppner was ordered to avoid a direct thrust at Brussels, and make his main effort along the line of the Sambre in order to keep close touch with the panzer corps advancing south of the river.

Guderian's drive along the line of the Somme developed with astonishing speed. By the evening of the 18th he was in St. Quentin, on the 19th he crossed the old Somme battlefield, and by the 20th his vanguard had reached Abbeville and the English Channel—the Allied armies had been cut in two. Such a rapid advance involved grave risks, and there was much anxiety about the security of the southern flank. 10 Panzer Division, Wietersheim's Motorized Corps, and the infantry divisions of Sixteenth Army were successively committed to building up a defensive line along the Aisne and the Somme. The crisis came on 18 May when the French 4 Armoured Division under General de Gaulle counter-attacked at Laon, and was severely repulsed. It was typical of French strategy to throw away their armour in this piecemeal fashion—their 3 Armoured Division had been flung away at Sedan on 14/15 May, and their 4 Armoured Division suffered the same fate at Laon on the 18th. Even after our initial break-through at Sedan the French would still have had a fighting chance if their High Command had not lost its head, and had refrained from counter-attacks until all available armour had been assembled for a decisive blow.

Strongly pressed by Army Group B, the Allied forces in Belgium had fallen back from Brussels to the line of the Scheldt, with their southern flank at Arras only twenty-five miles from Péronne, on the banks of the Somme. If the Allies could close the gap Arras-Péronne they would cut off our panzer divisions which had penetrated to the sea. On 20 May Lord Gort, the Commander of the British Expeditionary Force, issued orders for a local counter-attack at Arras to be carried out on the 21st; attempts were also made to enlist French support in a larger operation to close the vital gap.* The French declared that they could not attack until the 22nd, but units of the British 50 Division and 1 Army Tank Brigade went into action south of Arras on the morning of the 21st. The forces employed were too small to achieve any decisive result, but they did inflict severe casualties on Rommel's

* See *The War in France and Flanders 1939-1940*, p. 87 et seq.

7 Panzer Division. Our 37-mm anti-tank gun was too light to stop the heavy British Matilda tanks, and it was only by committing all his artillery, and particularly the heavy 88-mm anti-aircraft guns, that Rommel brought the British thrust to a halt.

South of the Somme nothing happened at all—the French troops assembling for counter-attack were subjected to continuous bombing by the Luftwaffe. The British official history remarks * that ‘At this most critical juncture the French High Command proved unable to exercise effective control.’ There were many conferences, discussions and directives, but little or no positive action. Our Fourth Army struck back, captured Arras, and pushed the British farther north. The situation of the Allies in Belgium and Northern France soon became catastrophic.

Guderian advanced northwards from Abbeville and on 22 May attacked Boulogne; Reinhardt's Panzer Corps moving on his flank captured St. Omer on the 23rd. Thus the leading panzer divisions were only eighteen miles from Dunkirk, and were much nearer to the port than the bulk of the Anglo-French forces in Belgium. On the evening of 23 May General von Rundstedt, the commander of Army Group A, ordered his panzer divisions to close up on the 24th along the line of the canal between St. Omer and Bethune. General von Brauchitsch, Commander-in-Chief of the Army, considered that the operations against the Allied armies in the north should be directed by a single commander, and moreover that the encircling attacks against them should continue without respite. Accordingly he ordered on 24 May that Rundstedt's Fourth Army, which included all the panzer divisions of Army Group A, should come under command of General von Bock's Army Group B, which was attacking the Allied salient from the east. ‘On 24 May Hitler visited von Rundstedt's H.Q., and countermanded the orders of Brauchitsch.† On his departure Rundstedt issued a directive which read: ‘By the Führer's orders . . . the general line Lens-Béthune-Aire-St. Omer-Gravelines (canal line) will not be passed.’ When Hitler ordered Rundstedt to resume the attack on the 26th it was too

* *Op. cit.*, p. 103.

† *Editor's note.* The British official history seems to lay excessive stress on Rundstedt's influence, for the documents quoted by Major Ellis show that Hitler's intervention was significant and important. Even if it be granted that Hitler's decision to countermand the orders of Brauchitsch, the Army C.-in-C., was taken on Rundstedt's advice, yet the responsibility was Hitler's. Major Ellis disputes the significance of the ‘halt order’, but it is probable that the last word on this subject has yet to be spoken. French documents have not been examined.

late to achieve decisive results, and the British were able to execute a fighting withdrawal to the Dunkirk beaches.*

But if Dunkirk was not the triumph which the German Army was entitled to expect, it was none the less a crushing defeat for the Allies. In Belgium, the French Army had sacrificed most of its armoured and motorized formations, and was left with barely sixty divisions to hold the long front from the Swiss Frontier to the English Channel. The British Expeditionary Force had lost all its guns, tanks and transport, and little support could now be given to the French on the line of the Somme.† At the end of May our panzer divisions began to move southwards, and preparations were made to mount a new offensive as rapidly as possible against the so-called Weygand Line.‡

The plan of the German High Command for the last phase of the French campaign envisaged three main attacks. Army Group B with six panzer divisions was to break through between the Oise and the sea, and advance to the lower Seine in the area of Rouen. A few days later Army Group A with four panzer divisions was to attack on both sides of Rethel and penetrate deep into France with the Plateau de Langres as its objective. When these attacks were well under way Army Group C was to assault the Maginot Line, and aim at a break-through between Metz and the Rhine.

At the beginning of June the German armour was grouped as follows. Panzer Group Hoth, with 5 and 7 Panzer Divisions, was in the Abbeville sector, under command of Fourth Army. Panzergruppe Kleist stood between Amiens and Péronne, with Panzer Corps Wietersheim (9 and 10 Panzer Divisions) and Panzer Corps Höppner (3 and 4 Panzer Divisions). The panzer divisions in the Rethel area formed a new Panzergruppe under Guderian—Panzer Corps Schmidt (1 and 2 Panzer Divisions and 29 Motorized Division) and Panzer Corps Reinhardt (6 and 8 Panzer Divisions and 20 Motorized Division).

Early in June the enemy weakened his armour still further by some ill-advised attacks on our bridgeheads at Abbeville and Amiens. On 5 June Army Group B opened its attack,

* See the British official history, pp. 346–50. On 25 May a British patrol ambushed a German staff car on the Ypres front, and captured army documents on the highest level. As the British history shows (p. 148), this incident was of vital importance, for it led Lord Gort to move two divisions to the northern flank and so secured his withdrawal to the sea.

† Only 51 (Highland) Division and 1 Armoured Division were available.

‡ On 20 May General Weygand, formerly Chief of Staff to Marshal Foch, took over command from the unfortunate General Gamelin.

and Hoth's Panzer Corps penetrated deeply into the hostile positions. The enemy was unable to hold us in the Abbeville bridgehead, and 7 Panzer Division under General Erwin Rommel drove rapidly towards the Seine. By 8 June he was in Rouen, and taking advantage of the complete confusion of the enemy he swung round towards the sea and cut off the British Highland Division and considerable French forces at St. Valéry.

Farther east, however, the German offensive did not go so smoothly. Panzergruppe Kleist tried in vain to break out of the bridgeheads at Amiens and Péronne; the French troops in this sector fought with extreme stubbornness and inflicted considerable losses. On 9 June Army Group A launched its offensive; the first objective was to secure bridgeheads south of the Aisne. The task was entrusted to the infantry of Twelfth Army and although they failed to force a crossing near Rethel, they did secure three bridgeheads west of the town. On the night of 9/10 June a bridge was built, and the tanks of Schmidt's Panzer Corps crossed the Aisne. There was fierce fighting on 10 June; the country was difficult with numerous villages and woods which were strongly held by the French. These were left to the rifle regiments, while the panzer units by-passed opposition and pushed as far south as they could. On the afternoon of the 10th French reserves, including a newly formed armoured division, counter-attacked from Juniville against the flank of our panzers, and were driven off after a tank battle lasting two hours. During the night 10/11 June Guderian moved Panzer Corps Reinhardt into the bridgehead, which was now twelve miles deep. On 11 June Reinhardt beat off several counter-attacks by French armoured and mechanized brigades.

The success of Guderian and the failure of von Kleist were due to a difference in methods. The attacks of the latter from the Amiens and Péronne bridgeheads demonstrate that it is quite useless to throw armour against well-prepared defensive positions, manned by an enemy who expects an attack and is determined to repulse it. In contrast Guderian's tanks were not committed until the infantry had made a substantial penetration across the Aisne.

After Kleist's repulse on the Somme, the German High Command showed its versatility by switching his Panzergruppe to the Laon area. Here Kleist met with immediate success, and thrusting forward against slight opposition his vanguard reached the Marne at Château Thierry on 11 June. The following day Guderian's tanks reached the river at Chaumont.



Eight-panzer divisions, firmly controlled and directed, were thrusting forward on both sides of Reims and the enemy had nothing to stop them.

In contrast to 1914, the possession of Paris had no influence on strategic decisions. The city was no longer a great fortress from which a reserve army might sally out and attack our communications. The French High Command declared Paris an open city, and the German High Command virtually ignored the place in its calculations—the entry of German troops on 14 June was a mere incident in the campaign. Meanwhile, Hoth's Panzer Corps was thrusting into Normandy and Brittany, Kleist's Panzergruppe was directed towards the Plateau de Langres and the valley of the Rhône, and Guderian's Panzergruppe swung eastwards into Lorraine in order to take the Maginot Line in the rear.

On 14 June the Maginot Line was penetrated south of Saarbrücken by the First Army, under Army Group C. French resistance dissolved along the whole front, and the pace of the German advance was only limited by the distance the panzer divisions could cover in a day—the infantry formations were left far behind along the dusty roads. On 16 June Kleist's tanks rattled into Dijon, and on the 17th Guderian's spearhead reached the Swiss Frontier at Pontarlier and completed the envelopment of the French armies in Alsace and Lorraine. On 18 June Hitler and Mussolini met at Munich to discuss the French request for an armistice.

The closing stages of the campaign, with German tanks penetrating to Cherbourg, Brest and Lyons, are strongly reminiscent of the French cavalry pursuit after Jena, which flooded over the plains of North Germany. The position of our panzers at the end of the campaign was very similar to that outlined by Murat in his message to Napoleon in November 1806: 'Sire, the fighting is over, because there are no combatants left.'

IN LORRAINE

As I have already explained, my own part in this campaign was limited to the fighting in Lorraine, where I served as Chief of Staff (Ia) of 197 Infantry Division. It formed part of the First German Army which on 14 June attacked the famous Maginot Line at Puttlinger, south of Saarbrücken. I had a good opportunity of seeing the battle at first hand, although in our division only the artillery and an engineer battalion were engaged in the actual break-through.

The Maginot Line was widely believed to be impregnable, and for all I know there may still be those who think that the fortifications could have resisted any attack. It may be of interest to point out that the Maginot defences were breached in a few hours by a normal infantry attack, without any tank support whatever. The German infantry advanced under cover of a heavy air and artillery bombardment in which lavish use was made of smoke shell. They soon found that many of the French strongpoints were not proof against shells or bombs, and moreover, a large number of positions had not been sited for all-round defence and were easy to attack from the blind side with grenades and flame-throwers. The Maginot Line lacked depth, and taken as a whole the position was far inferior to many defence systems developed later in the war. In modern war it is in any case unsound to rely on static defence, but as far as the Maginot Line was concerned the fortifications had only a moderate local value.

After the break-through 197 Infantry Division followed up the retreating enemy by forced marches—the troops gladly submitted to tramping thirty-five miles a day as everyone wanted ‘to be there’. On reaching Château-Salins we were ordered to turn left and advance into the Vosges Mountains, with Donon, the highest peak in the northern Vosges, as our objective. At dawn on 22 June we passed through the front of a division which had been pinned down with heavy losses, and fought our way forward through densely wooded hills. The enemy had blocked the roads by felling trees, and his artillery, snipers and machine-guns took full advantage of the excellent cover. In slow, bitter fighting our division fought its way towards Donon, and at nightfall on the 22nd was only a mile from the summit.

On the evening of 22 June I received a telephone call from Colonel Speidel,* the Corps Chief of Staff, who informed me that the French Third, Fifth and Eighth Armies in Alsace-Lorraine had capitulated unconditionally. He directed that a *parlementaire* should be sent to the enemy to arrange a cease-fire. At dawn on the 23rd our Intelligence Officer made contact with the French troops on our front, and during the morning I travelled with the divisional commander, General Meyer-Rabingen, to the Headquarters of the French 43 Corps. Passing through our forward positions, we had to drive over half a mile before we reached the French outposts—they had already removed the road blocks. French troops ‘fell in’ and saluted in true peacetime fashion. French military police in

* Later Lieutenant-General, and in 1944 Rommel's Chief of Staff in Normandy.

short leather jackets gave permission to proceed, and French guards presented arms. We arrived at the villa 'Chez nous', where General Lescanne had his Headquarters. The Corps Commander was a man of about sixty; he received us surrounded by his staff. The old man was clearly at the end of his tether, but he was polite—the terms of the surrender were quietly discussed as between officers and gentlemen. Lescanne and his officers were accorded full military honours.

On 24 June a communiqué from the Führer's Headquarters announced that the enemy surrounded in the Vosges Mountains had surrendered at Donon. The communiqué reported the capture of 22,000 prisoners, including a corps commander, and three divisional commanders, together with twelve artillery battalions and a vast quantity of stores and equipment.

CONCLUSIONS

What were the causes of the rapid collapse of France? I have already dealt with most of them in my account of the operations, but it may be of value to touch again on the salient points. Although political and moral factors were undoubtedly of great significance, I shall confine myself to the purely military aspect of the collapse.

There is little doubt that the German armour, brilliantly supported by the Luftwaffe, decided the campaign. This opinion does not belittle our infantry divisions whose quality was to be fully proved in the terrible campaigns in Russia. But in the Blitzkrieg in France they had little opportunity to demonstrate their prowess.

The whole campaign hinged on the employment of armour, and was essentially a clash of principles between two rival schools. The Allied military leaders thought in terms of the First World War and split their armour in fairly even proportions along the entire front, although their best divisions took part in the advance into Belgium. Our panzer leaders believed that armour should be used in mass, with the result that we had two panzer corps and one motorized corps with the *Schwerpunkt* at Sedan. Our theory of tank warfare was far from being a secret to the Allies. Writing in 1938 Max Werner, the author of *The Military Strength of the Powers*,* pointed out that 'German military theory sees only one use for the tank—its concentrated employment in great masses'. The French and British generals not only refused to accept our theory, but failed to make adequate dispositions to meet it.

* Gollancz, 1939.

Even after our break-through on the Meuse the French generals seemed to be unable to concentrate their armour, and on the field of battle French tank tactics were far too rigid and formal. Our panzer corps and divisions not only had the advantage of excellent training and communications, but the commanders at every level fully appreciated that panzer troops must be commanded from the front. Thus they were able to take immediate advantage of the rapid changes and opportunities which armoured warfare brings.

Perhaps I should stress that although we attached the greatest importance to armour, we realized that tanks cannot operate without the close support of motorized infantry and artillery. Our panzer division was a balanced force of all arms—that was a lesson which the British did not learn until well into 1942.

The skilful use of surprise was a very important factor in our success. Rather than forfeit the opportunity of surprise, von Kleist forced the crossing of the Meuse on 13 May without waiting for his artillery; the successful co-operation between the Luftwaffe and the panzer corps on this occasion was duplicated later on during the pursuit in central and southern France. Time and again the rapid movements and flexible handling of our panzers bewildered the enemy. The use of our parachute troops in Holland also illustrates the paralysing effect of a surprise blow.

The German High Command comes out well from the campaign, and in general its strategic handling of the armour was bold and confident. There were only two serious flaws in the conduct of our High Command—the order to the panzers to mark time after the forming of the Sedan bridgehead, and the particularly tragic decision to halt the panzer divisions when they had Dunkirk at their mercy.

To sum up: The Battle for France was won by the German Wehrmacht because it reintroduced into warfare the decisive factor of mobility. It achieved mobility by the combination of fire-power, concentration and surprise, together with expert handling of the latest modern arms—Luftwaffe, parachutists and armour. The series of disasters in subsequent years must not be allowed to obscure the fact that in 1940 the German General Staff achieved a military masterpiece, worthy to rank beside the greatest campaigns of the greatest generals in history. It was not our fault that the fruits of this tremendous triumph were wantonly thrown away.

III

THE BALKAN CAMPAIGN

INTERLUDE

FOR THE GERMAN ARMY the summer of 1940 was the happiest of the war. We had gained a series of victories unprecedented since the days of Napoleon ; Versailles had been avenged, and we could look forward to the prospect of a secure and glorious peace. Our occupation forces in France and the Netherlands settled down to the calm routine of peacetime soldiering. Riding parties and hunting expeditions were arranged, and there was talk that our families might be allowed to join us.

The High Command actually made preparations to disband a large number of divisions, and important armament contracts were cancelled. Our dreams were rudely shaken when Britain rejected Hitler's offers, and Churchill announced his country's unshakeable determination to continue the war. Operation *Sea Lion* was hurriedly improvised, and the Luftwaffe set about the task of winning air superiority over the Narrow Seas. Our air force had done brilliantly in the Blitzkrieg in France, but it had been designed mainly to support ground operations. It soon became clear that the Luftwaffe was not strong enough to maintain weeks of hard fighting against the R.A.F., with its superior radar equipment, and as our losses mounted the prospect of crossing the Channel faded away.

During the summer months I had a good opportunity of studying conditions in France and Holland. On the conclusion of the campaign my division was transferred to the Breda area, where the polite though reserved behaviour of the German troops made an excellent impression on the Dutch. I was accommodated in the house of a former Dutch Colonial officer, and I look back with gratitude to those quiet weeks in his hospitable and cultured home. It is a matter of regret that Gestapo officers and party officials soon raised a barrier between the occupation troops and the civil population ; their complete lack of consideration and ruthless conduct alienated many potential friends. Unfortunately

these officials lacked culture and education—the foundation of successful work in a foreign country.

After a few weeks in Holland I was transferred to the Headquarters of First Army in Lorraine, with the appointment of Ic (Staff Officer Intelligence). We had excellent quarters in the old Gothic castle at Nancy, and I was overjoyed to serve under my old Corps Commander of Berlin days, Field-Marshal von Witzleben, then commanding First Army.

My duties brought me into contact with many Frenchmen in prominent positions in politics and commerce. I found a genuine desire to co-operate on the basis of a United Europe, built up on the principle of absolute equality. This spirit of co-operation was furthered and encouraged by the well-disciplined and affable attitude of the German occupation troops. But Hitler could not make up his mind about adopting a clear-cut policy of moderation towards France. For instance we were not permitted to let French refugees from the area north of the Somme return to their homes, and the whole of northern France and Belgium was placed under a single military government. We could see the idea of a 'Greater Flanders' behind this measure.

During the autumn of 1940 the General Staff of First Army worked out plans for a rapid occupation of the rest of France. Apart from friction with the Pétain régime, these plans were connected with a proposed advance through Spain with a view to capturing Gibraltar. But Franco did not regard Britain's position as hopeless, and with great diplomatic skill kept Hitler at arm's length.

During November 1940 I spent a few days in Rome as the guest of the Genova Regiment, an old and distinguished cavalry unit. There I found an atmosphere of profound peace. The Italian cavalry officers were most hospitable, and took me to their famous jumping school at Tor de Quinto. They asked whether I would like to try a few jumps, and when I assented produced a magnificent thoroughbred. I fancied, however, that they watched my preparations with sceptical eyes, and indeed they could hardly be blamed for not expecting much in the equestrian sphere from a German staff officer. I did not mention my years of cavalry experience and the 150 races in which I had ridden, and I was delighted to see their surprise when I cleared all the jumps successfully.

During my stay in Italy I was able to discuss the situation with General von Rintelen, our very able military attaché in Rome, whom I was to meet again on several occasions when I was serving on Rommel's staff. The picture he painted was

a depressing one. In North Africa Graziani's offensive had come to a complete standstill, and there seemed to be a lack of drive and determination behind his whole campaign. Mussolini's attack on Greece in October 1940 had been launched with forces which were deplorably insufficient. After only a week's fighting, the Greeks had gained the initiative, and the Italian troops in Albania were soon in a very critical position.

The developments in Greece were most unwelcome to the German High Command. British forces had obtained the right to land in Greece and the vital Rumanian oilfields at Ploesti—of such importance to the Wehrmacht—were now in range of R.A.F. bombers. So far it had been our policy to keep the Balkans out of the war, but at the beginning of December the High Command was forced to prepare for operations in Greece.

In January 1941 I returned to the Headquarters of First Army at Nancy. There I was informed by Colonel Röhricht, the Chief of Staff, that the conversations between Hitler and Molotov, held at Berlin in November, had ended in a complete fiasco. Instead of entering the Tripartite Pact as Hitler had hoped, Molotov was said to have used blackmailing tactics, and to have submitted impossible demands regarding Rumania, Bulgaria and Turkey. Hitler's answer was to order the Wehrmacht to make preparations for Operation Barbarossa—the invasion of Russia. D-day was finally fixed for 22 June 1941—rather late in the year, but it was necessary to eliminate Greece first, and then withdraw the panzer divisions from the Balkans to Russia.

The German High Command planned to overrun Greece by the beginning of April, and in January 1941 German forces began to assemble in Rumania. Both Rumania and Hungary had joined the Tripartite Pact some months before, and Bulgaria also became a member on 1 March. German troops at once entered Bulgaria, a development which put Yugoslavia in an unenviable strategic position. Accordingly, the Government of Prince Paul decided on 20 March to join the Tripartite Pact, but on 27 March the *coup d'état* of General Simović resulted in a complete reversal of policy. Hitler thereupon ordered an invasion of Yugoslavia, to proceed simultaneously with the attack on Greece.

THE INVASION OF YUGOSLAVIA

At the end of March 1941 I was appointed Ic (Staff Officer Intelligence) to the Second Army, then assembling in Southern

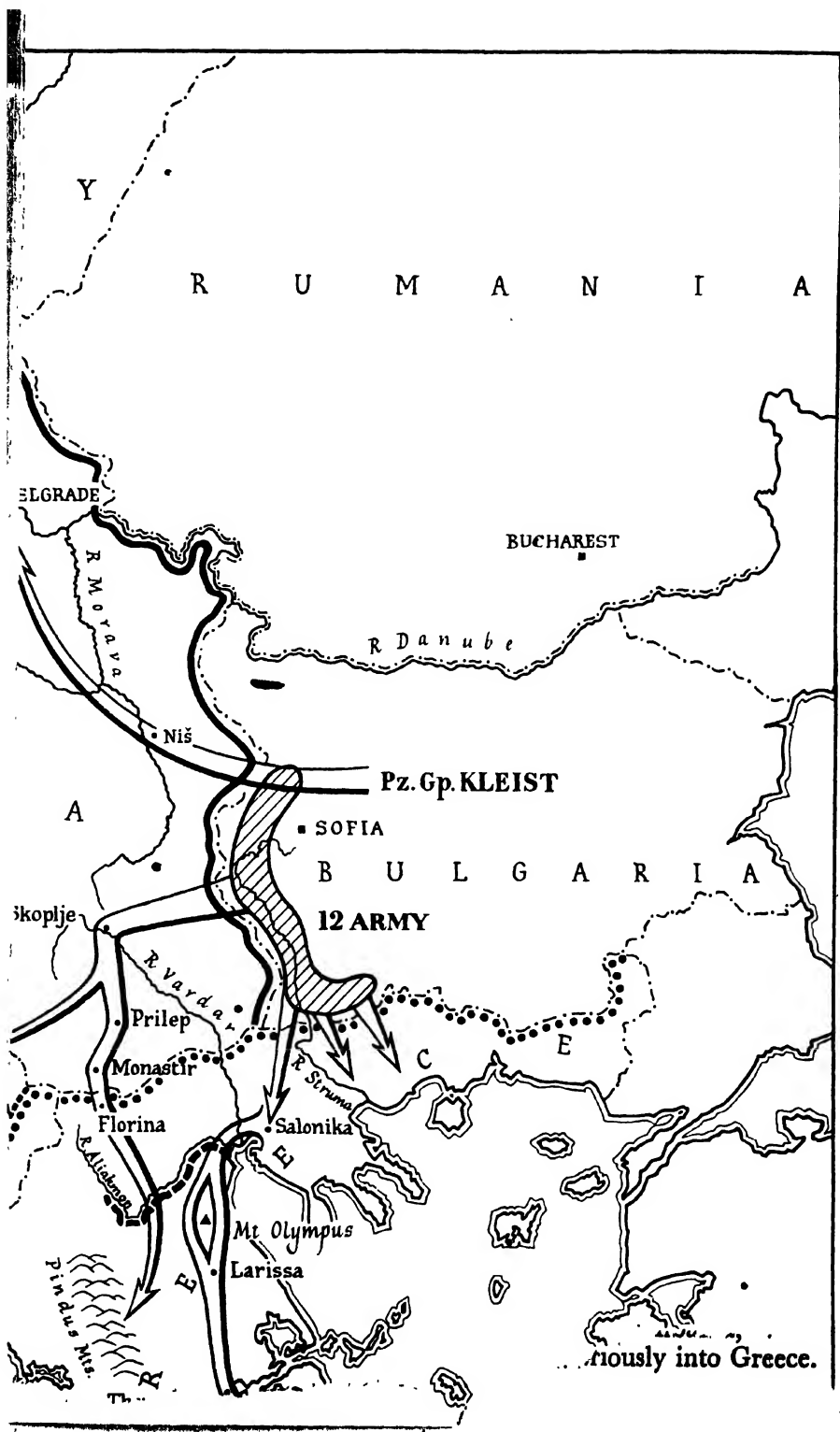
Austria between Klagenfurt and Graz. After a non-stop journey through Bavaria I reached Graz, and reported myself to the Army Commander, Field-Marshal Baron von Weichs, and his Chief of Staff, Colonel von Witzleben. I was at once put in the picture.

The Yugoslav Army was disposed in three groups. Army Group I, based on Zagreb, was facing us across the frontier ; Army Group II was covering the approaches from Hungary, and Army Group III, with the bulk of their troops, was disposed along the borders of Rumania, Bulgaria and Albania. The strategic position of the Yugoslavs was most unfavourable, and when hostilities began they had only succeeded in mobilizing two-thirds of their twenty-eight infantry divisions and three cavalry divisions. They lacked modern equipment, there was no armour at all, and the Air Force possessed only 300 machines.

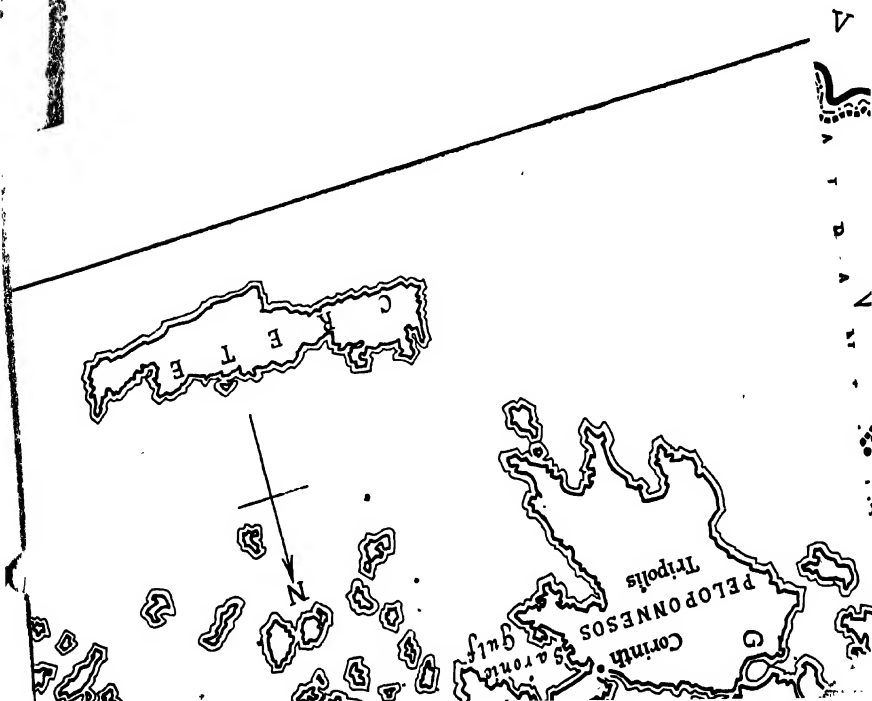
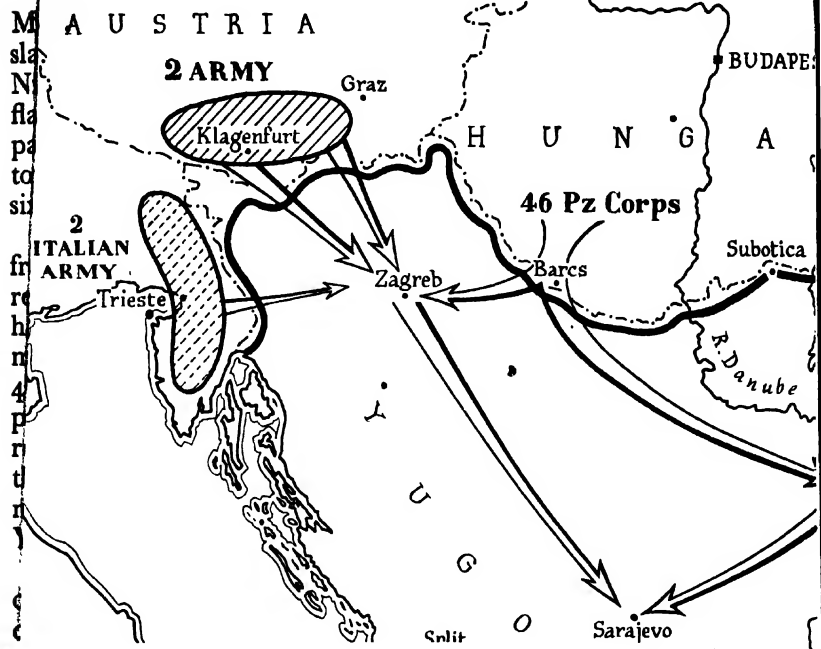
The military weakness of Yugoslavia was accentuated by political, religious and racial divisions. Apart from the two main groups, the Serbs and the Croats, there were millions of Slovenes, Germans and Italians, each with separate national aspirations. Only the Serbs were really hostile to us, and our propaganda took the line of offering liberation to the other races, and particularly the Croats. At Army Headquarters we had a Propaganda Company, working under my supervision, and staffed by various language experts. We learned that the formations facing us were chiefly Croatian, of whom only about a third of the personnel on paper had obeyed the mobilization order. The Propaganda Company worked at top speed, preparing pamphlets and loudspeaker records to put our opponents in a receptive mood for surrender.

The German invasion plan was as follows. The Second Army was to advance on Zagreb, and thence into the Bosnian highlands towards Sarajevo ; simultaneously an armoured assault group was to thrust at Belgrade through Hungary. The main attack was to come from Bulgaria, where our Twelfth Army and Panzergruppe Kleist had been assembled. Kleist was to advance through Niš and attack Belgrade from the south, while Twelfth Army was to move simultaneously into northern Greece and southern Serbia. As the deployment of Second Army was not yet complete, Twelfth Army began operations on 6 April. Our advance from the north began on the 8th.

Twelfth Army pushed forward rapidly, and entered Skoplje on 10 April. A panzer division swung off to the south-west and soon made contact with the Italians in Albania, while the left wing of Twelfth Army swept victoriously into Greece.



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Meanwhile Kleist's tanks had smashed right through the Yugoslav positions on the first day of the offensive. Kleist entered Niš on 9 April, and disregarding the Yugoslav forces on his flank—they had been thrown into complete confusion—his panzers made a daring thrust along the Morava valley towards Belgrade. By 11 April the Panzer Group was only sixty miles from the capital.

46 Panzer Corps of Second Army swept down on Belgrade from the north-west, and made rapid progress against negligible resistance. This corps was opposed mainly by Croats, who had been so influenced by our propaganda that some units mutinied and greeted us as 'liberators'. The main body of 46 Panzer Corps entered Belgrade on 12 April, while another panzer division from this corps occupied Zagreb and was received enthusiastically by the population. Simultaneously the infantry divisions of Second Army advanced from the north on a broad front, and met little opposition from the Yugoslavs, whose units were rapidly dissolving.

46 Panzer Corps advanced on Sarajevo, and broke the last organized resistance of the enemy on 13 April. On 11 April our Army Headquarters moved into Zagreb, where we found the population well-disposed towards Germany, a fact undoubtedly due to the efficient Imperial-Austrian administration before 1914. Unfortunately our political leaders saw fit to hand this area over to Italy, in deference to Mussolini's ambitions. The Italians proceeded to set up a Croatian state entirely dependent on themselves, and soon alienated some of our best friends.

On 14 April the Headquarters of Second Army was transferred to Belgrade. The situation of the Yugoslavs was now so desperate that General Simović resigned, and the new Government appealed for an armistice. Second Army was ordered to prepare the terms, a task which was placed on my shoulders. There were no precedents immediately available, but my improvised draft was fortunately approved by the Chief of Staff.

The armistice was signed on 17 April, and we made elaborate arrangements for the ceremony in Prince Paul's beautiful castle. All available generals of the Yugoslav Army assembled in the great hall; after they had settled down Field-Marshal Baron von Weichs made his entrance and by the light of innumerable candles the armistice conditions were read out. The signing of the documents was followed by a formal 'tattoo' outside the castle, beaten by the band of the 'Gross Deutschland' Regiment.

From the German point of view the conquest of Yugoslavia was virtually a military parade, but in Greece there was some hard fighting, and the operations there provide useful military lessons.

THE GREEK CAMPAIGN

When our troops crossed the Greek frontier on 6 April, the enemy's dispositions were as follows: Fourteen Greek divisions were facing the Italians in Albania, while only seven-and-a-half Greek divisions were available to cover the frontiers of Yugoslavia and Bulgaria. Of the latter, three-and-a-half divisions were holding the so-called Metaxas Line between the Struma valley and the Turkish border, two divisions were in position between the Struma and the Vardar, and two divisions were west of the Vardar trying to cover the assembly of British forces along the Aliakmon river. These comprised 2 New Zealand Division, 6 Australian Division, and a British armoured brigade, all under command of General Maitland Wilson.

Of all British enterprises during the war, the expedition to Greece seems to me the most difficult to justify on purely military grounds. The Greeks had fought well in Albania, but they had suffered heavily during the winter campaign, and were certainly in no condition to resist a full-scale offensive by the Wehrmacht. The British forces sent to their support—while they deprived Wavell of an excellent opportunity of getting to Tripoli—were a mere drop in the ocean by the standards of continental warfare. In retrospect it seems incredible that the British planners should have thought that four Commonwealth divisions * could maintain a prolonged resistance in Greece against the unlimited resources of the Wehrmacht. On this point I fully endorse Major-General de Guingand's criticisms in *Operation Victory*.†

Actually the British position became hopeless before their troops were seriously engaged. On 6 April our Twelfth Army crossed the frontier with ten divisions, including two panzer divisions. On 7 April the Metaxas Line was breached at several points, and on 9 April 2 Panzer Division occupied Salonika and cut off all Greek troops east of the Struma. By 10 April the right wing of Twelfth Army had overrun southern Serbia, and crossed the frontier south of Monastir. Greek resistance in this sector was speedily broken, and our advance continued through Florina towards the Pindus mountains,

* The Australian 7 Division and a Polish brigade were intended for Greece, but were held back because of Rommel's advance in Cyrenaica.

† Hodder & Stoughton, 1947.

and threatened to entrap all the Greek divisions on the Albanian front. On 13 April the Greeks began to withdraw from Albania, but they were too late and our panzer troops soon cut all lines of retreat. While these decisive operations were in progress the British were preparing positions to cover the approaches to Mount Olympus.

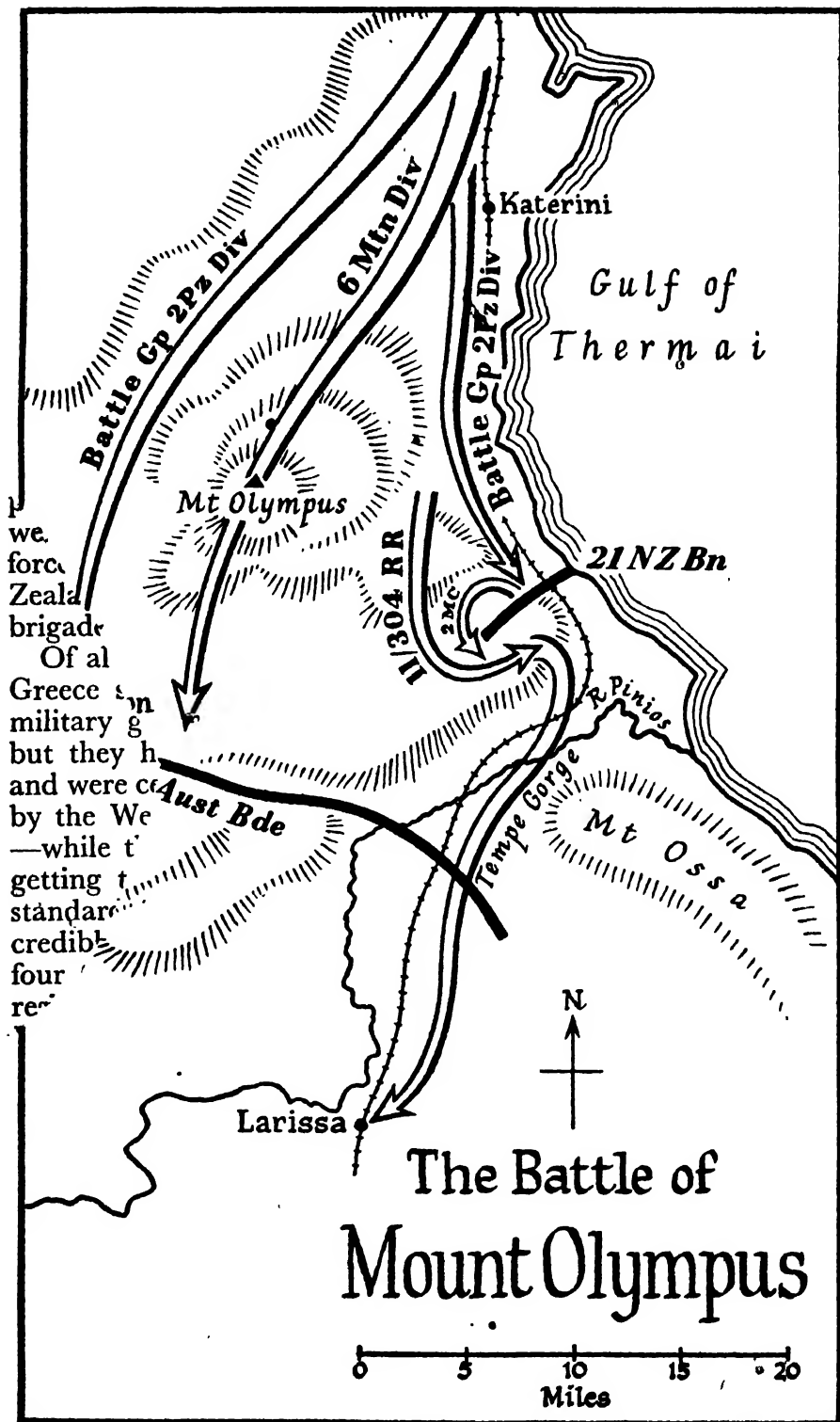
By 16 April it had become clear to all concerned that nothing could save the Greek Army from disaster, and the British command gave orders for a withdrawal to the Thermopylae Line. The Greek Government was anxious to spare the country unnecessary suffering, and it was agreed that the British would form a bridgehead at Thermopylae and endeavour to embark their troops. The rearguard actions which followed are of great interest to the student of armoured warfare in mountainous terrain, and I propose to consider them in detail. (See map on page 32.)

After the capture of Salonika, General Böhme, the commander of our 18 Corps, was ordered to advance on both sides of Mount Olympus and capture Larissa, thus cutting off the retreat of the British and Greek forces in central Macedonia. General Böhme decided to deploy 2 Panzer Division and 6 Mountain Division, and made the following dispositions.

On the right flank a battle group of 2 Panzer Division was to advance north of Mount Olympus towards Elasson, where an Australian force was in position. On the left flank another battle group of this division was to advance along the line of the railway between the mountain and the sea, and endeavour to break through the Tempe Gorge towards Larissa. In the centre 6 Mountain Division was to advance directly over Mount Olympus and come down on the rear of the enemy forces in the Tempe Gorge. For the account of what followed, I am indebted to the reports of General Balck, then commanding Panzer Regiment 3 of 2 Panzer Division.

On 15 April Balck took over command of the left-flanking battle group of 2 Panzer. The battle group had advanced through Katerini and was halted before a ridge stretching between Mount Olympus and the sea. Enemy forces supported by artillery were holding the ridge and our 2 Motor Cycle Battalion had been pinned down in dense bush in front of the British positions. The enemy had concealed himself well, and our supporting artillery was unable to locate targets.*

* The position was held by 21 Battalion of 2 New Zealand Division, supported by an artillery troop and some engineers. We afterwards learned that they had been given no anti-tank weapons as the terrain was regarded as unsuitable for armour.



German reinforcements were moving up—I Battalion of Panzer Regiment 3, II Battalion of Rifle Regiment 304 and an engineer company. The deeply broken ground, covered with thick bush, was quite unsuitable for armour; the tanks were foad-bound and reconnaissance revealed that the road was mined.

After a thorough personal reconnaissance, Balck decided that the only hope of success was a wide outflanking movement by the infantry. The terrain on the slopes of Mount Olympus was extremely difficult, even for foot soldiers, but for that reason it was unlikely to be well-guarded by the enemy. Accordingly the tanks were ordered to demonstrate, and under cover of their fire 2 Motor Cycle Battalion was drawn out of the line, and was sent off—without transport—on a wide flanking move. They were followed by II Battalion of Rifle Regiment 304, which swung still farther to the right and made a night march of incredible difficulty across unknown ground covered with bush and boulders, and cut by deep gullies. Only an engineer company was left to protect our guns and tanks during the hours of darkness.

The morning of 16 April showed that the thorough training and splendid physical condition of our riflemen had produced results. Movements, indicating a withdrawal, were noted in front and Balck at once ordered his tanks to push forward—regardless of the terrain—and engage the enemy. While our motor-cycle troops attacked the left flank of the New Zealanders, our riflemen had swung right round in rear of their position and had taken them completely by surprise. The enemy fled to the south, leaving behind heavy weapons, transport and equipment.

Pursuit was out of the question as the riflemen were exhausted by the night march, and for the time being it was impossible to move tanks and vehicles along the atrocious cart track which served as a road. Some men, who were still strong enough, were sent off to reconnoitre towards the eastern entrance of the Tempe Gorge, while the engineers began blasting on a large scale to open a way for the tanks.

By noon on 17 April two panzer companies had reached the entrance to Tempe, a very narrow gorge with high vertical mountain walls on either side, and the River Pinios rushing in a formidable torrent down the middle. On the northern bank of the river ran the Salonika-Athens railway line, and on the southern bank there was a road—inaccessible as yet, for there were no bridges, and bridging equipment had not arrived.

A panzer company felt its way cautiously along the railway

line ; the troops were warned that in no circumstances must they bunch together in this narrow pass, where a few shells from the British guns would have wrought havoc among them. At first the move along the permanent way went smoothly ; the first tunnel was intact but the second had been blown in the middle, and the tanks could go no farther. Recce parties found a point where the Pinios was divided by an island, and it was just possible that tanks might cross under their own power.

Balck decided to risk one tank in the attempt. It got through. Two more crossed successfully but the crossing was a hazardous and difficult process. Each tank took between half an hour and an hour to cross the river ; some got water in their engines and were not recoverable. Nevertheless the first three tanks advanced along the road, and ran up against a demolition covered by Australians. They had no anti-tank guns and fled when they saw the tanks. Parties from the Rifle Regiment were sent forward to repair the road, and although the enemy shelled the valley heavily on the night 17/18 April there were few casualties.

The passage of the Pinios continued day and night, and by the afternoon of 18 April Balck had assembled a tank battalion and a rifle battalion at the western entrance to the gorge. No wheeled vehicles had been able to get through, but four 100-mm guns drawn by tractors had got across the river. To a man of Balck's temperament it was enough, and he flung these troops at the Australians covering the western entrance to Tempe Gorge.

The Australian 16 Brigade was holding the approaches to Larissa ; they were under pressure from 6 Mountain Division thrusting across the massif of Mount Olympus, and from the right-flanking battle group of 2 Panzer Division at Elasson. Balck's advance across terrain regarded as impassable decided the issue, and his tanks soon broke into open country and advanced rapidly on Larissa until darkness compelled a halt. The Australians withdrew during the night, and at dawn on 19 April Balck's battle group entered Larissa.

A British Intelligence report, which fell into our hands, commented as follows : 'The German Panzer Regiment 3 knows no going difficulties and negotiates terrain which was regarded as absolutely safe against armour.' * Apart from

* The official New Zealand pamphlet, *The Other Side of the Hill* (p.8), says of Balck's operations around Mount Olympus : 'Seldom in war were tanks forced through such difficult country, or had foot soldiers, already with over 500 kilometres marching behind them, pushed forward so rapidly under such punishing conditions ; it was a record of which any soldier could be proud.'

this aspect, Balck's success is to be ascribed to his boldness in separating his infantry from their transport and sending them off on wide-flanking moves, which should really have been entrusted to trained mountain troops. Balck pointed out in his report that his tanks and tractors were the only vehicles able to negotiate such immensely difficult terrain, and drew the conclusion that all wheeled transport should be eliminated from the panzer division, and even the supply vehicles should be tracked or half-tracked.* He stated that it was virtually impossible to evacuate casualties or bring petrol up to the forward troops until Larissa was occupied, although some barrels of fuel were sent across the Pinios on boats and then transferred to oxen and donkeys. Fortunately, as soon as Larissa airfield was occupied, the High Command dispatched several fuel-carrying aircraft there to enable the advance to continue.

The Greek campaign now moved rapidly to a close. On 16 April German panzer troops advancing from Macedonia reached the passes through the Pindus mountains, and cut off the retreat of the Greek divisions withdrawing from Albania. Their continued resistance became pointless and on 23 April a capitulation was signed in Salonika.

However we did not succeed in capturing the British Expeditionary Force. The terrain was most unsuitable for armoured movement, and the British rearguards in the Mount Olympus area, and later in the Thermopylae position, were handled with skill. The capture of the Isthmus of Corinth by German parachute troops was a spectacular success, but it failed to prevent the British evacuating some 43,000 troops from Attica and the Peloponnesos. The British lost some 12,000 killed, wounded and prisoners, and their shipping losses were high, but they got the bulk of their troops away in spite of heavy air attacks. The units of the Royal Navy based on Alexandria threw themselves into the fray regardless of loss, and these embarkations, carried out in the face of overwhelming German air superiority, constitute a remarkable achievement.

A NEW ASSIGNMENT

Meanwhile I remained at Belgrade with the staff of Field-Marshal Baron von Weichs, who had been appointed Head of the Military Government* in Yugoslavia. We entered into discussions with the staff of the Italian Second Army on the question of boundary lines between the areas of German and Italian administration. The Italians were allotted Croatia

* This was a lesson which became bitterly apparent in Russia.

with Zagreb and the entire Dalmatian coast—truly a remarkable political victory in view of the very modest part played by the *Italians in the Yugoslav Campaign*.*

German administration, although not always popular, was at least efficient. Italian rule, on the other hand, was regarded as a humiliation by the Balkan nations, chiefly because the Italian Army was held in such contempt. This undoubtedly furthered the growth of the partisan movement.

At the end of April Field-Marshal von Weichs took his personal staff on a very pleasant tour of inspection in Prince Paul's special train. We went through Niš and Skoplje down to Salonika. In Belgrade the buildings and the racial features of some of the people provided plenty of evidence of the long period of Turkish rule, but in Skoplje we really felt we were in the Orient, when we saw the numerous mosques, with the men in fezes and the women veiled. A refreshing swim in the Ægean, and the sight of Mount Olympus, made us forget the war for a while.

At the beginning of May I was ordered to take over as the head of the German liaison staff with the Italian Second Army at Fiume. My driver and I drove without an escort across country which a few months later was aflame with partisan warfare. At Fiume I reported to the commander of the Italian Second Army, General Ambrosio, who became Commander-in-Chief of the Italian Army on Mussolini's resignation. During the following weeks I went on manoeuvres with the Italians and got to know them very well. I was surprised at their obsolete arms and equipment, and I noted the very low standard of training among their junior officers. The human material differed vastly in quality, and in contrast with the troops from southern Italy the Alpini Divisions made an excellent impression. After one field exercise General Ambrosio travelled alone with me to the Heroes Cemetery on the Isonzo, where German and Italian soldiers of the First World War lie buried. He expressed the hope that we would never fight each other again.

This interesting spell with the Italians, broken by excursions along the wonderful Dalmatian coast and many a refreshing dip in the 'Blue Adriatic', lasted until the end of May, when I was ordered to report to Munich immediately. I had been appointed Staff Officer Intelligence (Ic) on the staff of Panzergruppe Afrika, which was being formed in Bavaria. In a powerful Mercedes, I rushed through Venice, Bolzano and

* Their Second Army made a very slow and cautious advance from the Trieste sector towards the south-east.

Innsbruck to Munich. In Venice, while dining at a hotel, I surprised the Italians by having my driver at the same table. While normally officers and other ranks took their meals separately, it was a matter of course for us to eat together on occasions like this when officer and private were all on their own. In contrast to 1918 the inner knowledge that officers and men belonged together was never shaken, and even in 1945 there were no signs of a rot in the German Army.

From Innsbruck I ventured on a short visit to Mittenwald, where my wife and our five children had come to live to get away from the bombing of Berlin.

In Munich I found Lieutenant-Colonel Westphal, Chief Operations Officer (Ia) of Panzergruppe Afrika. Within a few days the staff had assembled, all feeling a little strange in our new tropical uniforms. On 10 June Westphal and I travelled to Rome by rail, where we met Major-General Gause, the Chief of Staff. General von Rintelen gave us the North African picture, and the next day we flew in an Italian aircraft to Sicily, and on to Tripoli.

During this flight it was brought home to us that the Mediterranean was not exactly a 'Mare Nostrum'. On several occasions British fighters appeared over the horizon, and forced our aircraft to fly at sea level to avoid detection.

In Tripoli we spent the night in an elegant hotel, although the unaccustomed tropical heat was very trying and kept us awake. But in any case luxury hotels were now to be only a memory—tents and armoured vehicles took their place. The Western Desert had caught us, and for a long time did not release its grip.

PART TWO

THE WESTERN DESERT

IV

AT ROMMEL'S HEADQUARTERS

ROMMEL

IN THE SUMMER of 1938 I was serving on the staff of 3 Army Corps in Berlin. I had come straight from the War Academy as a youthful cavalry captain to my first staff appointment. One day a colonel entered my office—stocky, alert, full of health and energy, and wearing the coveted *Pour le Mérite* * at his throat. It was purely a routine call—Colonel Erwin Rommel, recently appointed to supervise the military training of the Hitler Youth, had dropped in to discuss some minor problems of administration and discipline in the Berlin area. It was my first glimpse of a commander with whom I was to be thrown into very close contact during fifteen bitter months of African warfare, and whom I was to learn to love and honour as one of the outstanding generals of our time, the Seidlitz of the panzer corps, and perhaps the most daring and thrustful commander in German military history.

Even in 1938 Rommel's reputation stood high in the German Army—his brilliant leadership as a regimental officer in the First World War foreshadowed his subsequent successes in High Command. He had recently attracted Hitler's attention by publishing a valuable text-book on infantry tactics, and his appointment to supervise the military training of the Hitler Youth was obviously a stepping-stone to important commands. I learned later that Rommel was far from happy in his appointment and quarrelled continually with Baldur von Schirach, the Reichs Youth Leader. This man had never been a soldier himself, and had the idea that youth should be led by youth, with the result—as Rommel put it—that *Schnoesels* † of sixteen commanded their *Standarten* ‡ in big, shining Mercedes cars as though they were corps commanders. Anyhow, Rommel soon relinquished his task, and Schirach's impossible attitude was the reason.

* The German equivalent of the Victoria Cross in the First World War.

† i.e. young silly asses.

‡ *Lit.* formations, roughly equivalent to an Army regiment.

I arrived in Africa in June 1941 as a member of the Panzergruppe staff, which had been formed in Germany, and then moved bodily to Libya to provide Rommel with a large operational headquarters. Hitherto Rommel had merely been commander of the Deutsche Afrika Korps (D.A.K.) ; his great victories in April 1941 had brought him increased responsibilities and it was essential for him to have an adequate staff. At first Rommel himself did not see matters in that light, and I shall never forget his reserved and frigid manner when he received us at Gambut. We were all very much officers of the General Staff, and yet we were all obviously new to African conditions. As a fighting soldier Rommel looked at us with a sceptical eye ; moreover he had never been on the General Staff himself and was clearly uneasy that we might attempt to supervise and even supersede him. In his memoirs Rommel says : *

One day General Gause arrived in Africa with a large staff. He had been ordered to examine the possibilities of employing large forces in Africa and to prepare for an offensive against Egypt. Although General Gause had been given clear orders from O.K.W. [Oberkommando Wehrmacht] not to place himself under my command, he did so nevertheless, after I had told him that I alone had been given the command of all German troops in Africa.

In actual fact there was never any question of our challenging Rommel's right to command ; we had come to Africa to serve him and he soon realized that he could not command a large army without our help.

When we arrived in Africa the military situation was as follows. After the collapse of Graziani's Army before Wavell's offensive, the German High Command had to intervene in Africa, and in February and March 1941 5 Light Division (later called 21 Panzer Division) was sent to Libya. 15 Panzer Division was to follow, but Rommel did not wait for its arrival, and disregarding the protests of the Italian Comando Superiore, he attacked at the end of March. Breaking out of the bottleneck at Mersa Brega, Rommel took the British completely by surprise and overwhelmed their forces in western Cyrenaica. On 4 April German armoured cars entered Benghazi and Rommel drove his troops onward. Usually he travelled in his Storch—a small aircraft which could land on a tennis court. It is recorded that during this advance he flew over a company which had halted for no apparent reason, and dropped a message : ' Unless you get going at once I shall come down. Rommel.'

* *Krieg ohne Hass* (Heidenheimer Zeitung), p. 54.

Rommel recaptured Cyrenaica by advancing across the desert through the old fort of Mechili, where several generals and more than 2,000 men were taken prisoner. This advance by-passed the 'Cyrenaican bulge' and the mountains of Jebel el Akdar—a feature which cannot be held against an attack from the east or west, because the attacker can always take the shorter route across the desert. By 10 April Bardia had been taken and the Egyptian Frontier crossed at Sollum; Tobruk held out and repulsed determined assaults in April and May, but nevertheless weak German forces had reconquered almost the whole of Cyrenaica in twelve days.

This dazzling victory put a new complexion on the African war, but after the failure of his attack on Tobruk on 3 May, Rommel had to stand on the defensive. Towards the end of May Wavell attacked our positions around Capuzzo and Halfaya and was beaten off; in mid-June he launched a more ambitious operation under the code-name of *Battleaxe*. This led to heavy armoured fighting around Capuzzo and Sidi Omar—the Afrika Korps suffered serious tank losses but under Rommel's resolute leadership turned the tables on 7 Armoured Division* and gained a notable victory. This was followed by a long lull in the Western Desert, and no serious battles were fought between June and November.

Before I describe the great battles of *Crusader* and *Gazala*, and our triumphant advance through Tobruk to Alamein—a period which includes some of the most dramatic and revealing episodes in the history of armoured warfare—I propose to give my impressions of Rommel and of life at his headquarters. I shall also say something about the general conditions of the desert war.

Rommel was not an easy man to serve; he spared those around him as little as he spared himself. An iron constitution and nerves of steel were needed to work with Rommel, but I must emphasize that although Rommel was sometimes embarrassingly outspoken with senior commanders, yet once he was convinced of the efficiency and loyalty of those in his immediate entourage, he never had a harsh word for them.†

Rommel had some strange ideas on the principles of staff work. A particularly irksome characteristic was his interference in details which should have been the responsibility of the Chief of Staff. As a rule Rommel expected his Chief

* The most famous British armoured formation of the war, with the insignia of the 'desert rat'.

† *Editor's note.* On occasion Rommel did not mince his words. When I asked General von Mellenthin what he thought of Mr. James Mason's performance in the film *The Desert Fox*, he smiled before replying, 'Altogether too polite.'

of Staff to accompany him on his visits to the front—which frequently meant into the very forefront of the battle. This was contrary to the accepted General Staff principle, that the Chief of Staff is the deputy of the Commander-in-Chief during the latter's absence. But Rommel liked to have his principal adviser always at his elbow, and if he became a casualty, well—he could always be replaced.*

During critical periods the absence of Rommel and his Chief of Staff sometimes lasted not only for a day, but for several days. This threw a heavy responsibility on the junior staff officers, and particularly on the Ia (Chief of the Operations Section). We accepted it gladly, because we knew that Rommel would always back up any decisions we felt compelled to make. The most critical absence was at the height of the *Crusader* battle in November 1941, when Westphal as Ia, and myself as Ic, were left in complete control of Panzergruppe Headquarters from 23 to 28 November. Westphal felt compelled to countermand one of Rommel's most important orders, and on his return the Commander-in-Chief showed his magnanimity by endorsing Westphal's action, although it was in direct contradiction to his earlier commands.†

During the period August–November 1941 I got to know Rommel very well. Although there was a lull on the front, this did not imply any respite for the staff or the troops. Rommel worked feverishly at improving his positions on the frontier, and a most formidable mine barrier grew up between Sidi Omar and Sollum. He also threw himself into preparations for the capture of Tobruk. During these so-called quiet weeks Rommel would appear as early as 5 a.m. at the A.C.V. (armoured command vehicle) of his Ia to study the latest situation reports. Then he would give orders to his staff, and accompanied by a staff officer he would travel to the front—Sollum or Tobruk—where he usually spent the whole day.

Normally it is the staff officer who does the guiding, but Rommel had an incredible sense for direction and terrain and did his own navigation. During his visits to the front he saw everything and nothing escaped him. When a gun was inadequately camouflaged, when mines were laid in insufficient number, or when a standing patrol did not have enough ammunition, Rommel would see to it. Everywhere he con-

* During the fighting in the 'Cauldron' on 30 May–1 June 1942 both General Gause, the Chief of Staff, and Colonel Westphal, the Ia, were wounded.

† Westphal had cancelled the orders directing 21 Panzer Division to pursue into Egypt, and had recalled the division to Bardia.

vinced himself personally that his orders were being carried out. While very popular with young soldiers and N.C.O.s with whom he cracked many a joke, he could become most outspoken and very offensive to commanders of troops if he did not approve of their measures. After such one-sided discussions he was, however, quite prepared to listen to the arguments of the accompanying staff officer in defence of the unlucky victim, and when his reproaches had been unjustified Rommel got things square again during his next visit.

Rommel's vitality was something to marvel at ; he usually spent the whole day on such inspections—regardless of the scorching heat which during the summer months sometimes reached 110 degrees in the shade. Lunch consisted of a few sandwiches eaten in the car, with a mouthful of tea from a bottle. Dinner in the evening was no less Spartan ; Rommel usually dined by himself or in the company of a few of his closest staff officers. During dinner he allowed himself one glass of wine. For himself and his staff Rommel insisted on the same rations as the troops. In North Africa this was not always a suitable diet ; for months we had no fresh vegetables and lived only on tinned stuff ; moreover, the water was always brackish even in coffee or tea. We had many casualties from what the English call ' gyppo tummy ', and I myself had to leave Africa in September 1942 with amoebic dysentery.

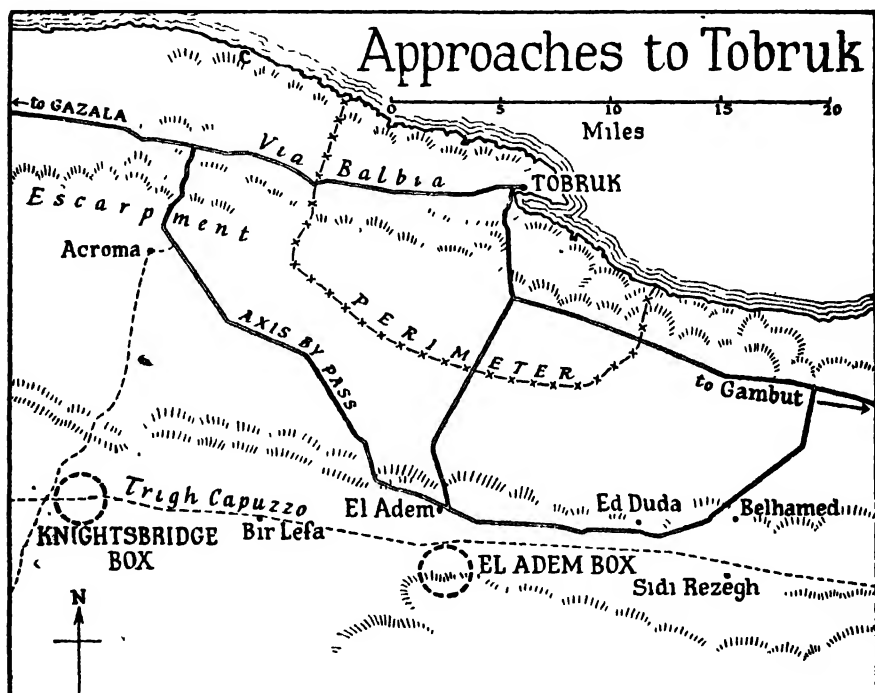
Rommel was not always the stern commander, and when he chose to relax he could be a delightful companion. *The Rommel Papers* * contain the following extract from a letter to his wife :

10 Sept. 1941. I went out shooting last evening with Major von Mellenthin and Lieutenant Schmidt [A.D.C.]. It was most exciting. Finally I got a running gazelle from the car. We had the liver for dinner and it was delicious.

My impressions of Rommel as a general in the field will appear in the subsequent chapters. He was in my opinion the ideal commander for desert warfare. His custom of ' leading from the front ' occasionally told against him ; decisions affecting the army as a whole were sometimes influenced unduly by purely local successes or failures. On the other hand by going himself to the danger spot—and he had an uncanny faculty for appearing at the right place at the right time—he was able to adapt his plans to new situations, and in the fluid conditions of the Western Desert this was a factor of supreme importance. In planning an operation he was

* Collins, 1953, p. 150. †

thoughtful and thorough ; in taking a decision in the field he was swift and audacious—shrewdly assessing the chances of some daring stroke in the ebb and flow of battle. What I admired most were his courage and resourcefulness, and his invincible determination under the most adverse circumstances. These qualities were shown in his brilliant riposte towards Agedabia in January 1942 which surprised and routed the victorious Eighth Army ; in his coolness in the 'Cauldron' during the following June when defeat stared us in the face



—the prelude to his greatest victory ; and in the iron resolution with which he held on at Alamein in July 1942 when reserves and ammunition were almost exhausted.

Between Rommel and his troops there was that mutual understanding which cannot be explained and analysed, but which is a gift of the gods. The Afrika Korps followed Rommel wherever he led, however hard he drove them—it was always the same Afrika Korps with the same three divisions—at Sidi Rezegh, at Agedabia, at Knightsbridge and at El Alamein. The men knew that Rommel was the last man that Rommel spared ; they saw him in their midst and they felt, 'this is our leader'.

A TYPICAL DAY

It may be of interest if I give a detailed account of a typical day at Rommel's Headquarters during a great battle. The period I have chosen is the twenty-four hours between 1800 hours on 15 June and 1800 hours on 16 June 1942. The general situation on that day was as follows.

After a decisive victory on 12 June in the great armoured battle between Knightsbridge and El Adem, the Afrika Korps had thrust northwards and on 13 June broke the British resistance in the Knightsbridge area. On 14 June Ritchie decided to withdraw his forces from the Gazala positions, and during the day the Afrika Korps continued its advance west of Tobruk and reached the escarpment overlooking the Via Balbia and the sea. On the morning of 15 June Rommel decided that it was too late to cut off the main body of 1 S.A. Division, which was retiring from Gazala along the Via Balbia to Tobruk. He ordered 15 Panzer Division to descend the escarpment and reach the sea in order to cut off the South African rearguards, but he detached 21 Panzer on a wide sweep towards El Adem where 29 Indian Brigade was holding a well-fortified 'box'. In Rommel's view it was vital to give the British no chance to build up a new front south of Tobruk, and accordingly 21 Panzer and 90 Light were ordered to capture El Adem and Belhamed and then drive on through Gambut to isolate the Fortress of Tobruk on the east. This is the background of the twenty-four hours which I shall now describe.

It is 1815 hours at the Army Battle Headquarters at Bir Lefa. Colonel-General Rommel (C-in-C.) with the Chief of Staff, Colonel Bayerlein, are back from a journey to the front and enter my A.C.V.* With me is Oberleutnant Voss.

The C-in-C., coming from the sector of 15 Panzer Division (Via Balbia), says that although part of the rearguard of 1 S.A. Division has been captured, the bulk of the Gazala formations have got away; therefore 21 Panzer Division was ordered at noon to pursue the enemy by swinging east of Tobruk.

I report on the situation: 21 Panzer Division with foremost elements is in the area west of Ed Duda, where strong enemy defensive fire is being encountered from the fortified positions of Ed Duda and Belhamed. Messages from 90 Light say that although local penetrations have been made in the east and

* I took over the post of Ia when Colonel Westphal was wounded on 1 June.

west sectors of the El Adem Box, enemy resistance is on the whole unbroken. The three German reconnaissance units report that in the area south and south-east of El Adem they have thrown back enemy reconnaissance forces. Italian 20 (Motorized) Corps is assembling around Knightsbridge, Italian 10 and 21 Corps are moving east through the Gazala position.

Enemy situation. The enemy has succeeded in evading our pincer movement and is escaping from the Gazala position. These forces (1 S.A. Division and 50 British Division) and the armoured brigades—no longer fit for battle—of 1 and 7 Armoured Divisions are assembling on the Libyan-Egyptian frontier; air reconnaissance confirms continuous movements from Tobruk eastwards; wireless intercept has confirmed that 1 S.A. Division and 50 Division together with the two armoured divisions are on the frontier.* Therefore in the Tobruk zone we can reckon on 2 S.A. Division only, with 11 and 29 Indian Brigades in the outer approaches of the fortress.

C.-in-C. : 'It is my intention to take Tobruk by a *coup de main*. For this purpose the outlying area of Tobruk, south and east of the Fortress, must be gained without delay, and the British Eighth Army pressed away farther to the east.

'The following are my orders for 16 June' (Rommel sketches his intentions in a few lines on the operation map) :

'D.A.K. with 21 Panzer Division will take Ed Duda and Belhamed. 15 Panzer Division at present west of Tobruk will be relieved by Italians—for the time being by Trieste—and will go to the El Adem area. Panzer Division Ariete will cover the southern flank in the area south-west of El Adem. 90 Light will take the El Adem box, Italian 10 Corps will move up to invest Tobruk on the south-west, and Italian 20 Corps will invest the fortress on the west.

'Fliegerführer Afrika will be requested to make his main effort on 16 June in the El Adem-Ed Duda area.'

(All these orders were sent over the air to the various corps concerned as independent orders; during those days no formal army orders were issued, with the exception of the army order for the attack on Tobruk issued on 18 June.)

At 1930 hours the C.-in-C. takes supper in his caravan and invites the Chief of Staff and I to share it with him. (Usually Rommel took his meals alone or with his A.D.C.) Private conversation is limited to reminiscences of garrison life in Wiener Neustadt, and of ski-ing, for which Rommel had a great enthusiasm. Soon, however, the talk reverts to Tobruk.

* This was not entirely correct, but the reports are given as I made them at the time.

For Rommel there is only one thought—the capture of Tobruk. The attack is to proceed exactly as was planned in November 1941, i.e. from the south-east. The Chief of Staff weighs our prospects and assesses the reactions of the enemy, but stops when he sees that Rommel has fallen asleep in his chair. Nature claims its own even from this hard man, who has been moving about on the battlefield since five o'clock in the morning.

Until midnight the evening reports of the various corps keep coming in; they are collated by Oberleutnant Voss and a summary is sent by wireless to O.K.H.* simultaneously the Italian Liaison staff with the Panzerarmee receives a summary to pass on to the Italian Comando Supremo in Rome.

16 June 0430 hours. Ordonnanz officer No. 1 marks up the morning reports on the operations map.

0450 hours. C.-in-C. comes to the A.C.V. of the Ia. I report on the morning situation.

Major-General Krause, Commander of the Army Artillery, is summoned and ordered to concentrate the bulk of the artillery by noon in support of the attack of 90 Light. A discussion follows between the C.-in-C. and the Commander of the Army Engineers, Colonel Hecker, who is ordered to reconnoitre the minefields on the south-eastern approaches of Tobruk.

The IIa (Administrative Officer), Colonel Schulte-Heuthaus, is ordered to recce a new Army Battle Headquarters in the area immediately to the north-west of El Adem.

At 0600 hours the C.-in-C. with the Chief of Staff leave for the Battle Headquarters of 90 Light. It is his intention to proceed from there to the Battle Headquarters of the Afrika Korps and then to 21 Panzer; he is accompanied by several wireless links capable of listening in to the Army signals traffic and of establishing direct contact with all corps and divisions.

At 0845 hours D.A.K. signals that 21 Panzer Division has captured the strongpoint of Ed Duda.

From 0900 hours there is lively enemy fighter-bomber activity above the areas of Afrika Korps and 90 Light. Several low-level attacks are made on Army Battle Headquarters.

At 1015 hours Major Otto, Quartermaster-General of the Army, calls on me and is briefed on the situation and the proposed attack on Tobruk. He complains that during the past week the shipping space for German supplies has been considerably cut down by the Italian High Command in

* Oberkommando des Heeres, i.e. The Army High Command in Berlin.

favour of the Italian Panzer Division Littorio which is being shipped to Africa. Therefore the supply situation is most critical, particularly the fuel position. (This was greatly improved on the following days when vast quantities of petrol were captured around Gambut.)

At 1030 hours the Wireless Intercept Company reports on an enemy wireless conversation in clear between 29 Indian Brigade and 7 Armoured Division according to which the garrison of the El Adem Box is preparing to break out during the night 16/17 June. The information is immediately passed on to Rommel and 90 Light.

1130 hours. A signal is intercepted from the C.-in-C. to 90 Light: 'Discontinue attack at once. Invest El Adem Box securely. Army Artillery to increase fire on box.'

1130 hours. Major Zolling, the Ic, discusses the position with me. There is further confirmation that the bulk of Eighth Army has withdrawn as far as the Frontier. The fact that 2 S.A. Division has been left in Tobruk leads to the conclusion that the Fortress is to be defended.

1215 hours. Colonel Büchting, the Army Signals Officer, reports that the new Battle Headquarters will be ready to function from 1530 hours as far as signals are concerned.

1240 hours. General Count Barbasetti, the commander of the Italian Liaison Staff, discusses the situation with me. He reports that Panzer Division Littorio is *en route* and that its advanced elements will reach the Gazala area that night. But the Italian High Command has not yet given approval for the Division to take part in operations.

1250 hours. A wireless report from 21 Italian Corps says that all units of 15 Panzer Division in the coastal area have been relieved.

1315 hours to 1350 hours. Several reports are received from Italian Panzer Division Ariete, and Reconnaissance Units 3 and 580 to the effect that all harassing attacks by 7 Motor Brigade have been repulsed south and south-east of El Adem.

1500 hours. I move to the new Battle Headquarters with No. 1 Operations Section. *En route* we are under artillery fire from the south and endure several low-level air attacks.

(Ic with No. 2 Operations Section remains with the old Battle Headquarters until I report that the new headquarters has opened.)

1545 hours. I reach the new Battle Headquarters and find that the C.-in-C. has arrived before me.

1615 hours. There is a discussion between the C.-in-C. and Field-Marshal Kesselring in my A.C.V. Rommel reports

on the situation and explains his intention to attack Tobruk from the south-east. Kesselring promises to support this attack with all aircraft at his disposal. He explains that on 15 June, and also today, his formations were unable to support the Panzerarmee as they have been operating against a British convoy *en route* for Malta.

1815 hours. Sidi Rezegh has been captured by 21 Panzer Division.

1900 hours. I report on the situation. C.-in-C. gives the following orders for 17 June: 'To continue the mopping up of the outer defences of Tobruk, to complete the investment of the Fortress, and to hold off enemy forces on the east and south.'

ARMS AND ARMAMENT

As Rommel himself says in his memoirs :*

North Africa may well have been the theatre in which the war was waged in its most modern guise. . . . It was only in the desert that the principles of armoured warfare as they were taught in theory before the war could be fully applied and thoroughly developed. It was only in the desert that real tank battles were fought by large-scale formations.

The terrific armoured battles in the Western Desert cannot be understood without some reference to the weapons and equipment on both sides. Contrary to the generally accepted view, the German tanks did not have any advantage in quality over their opponents, and in numbers we were always inferior. In the *Crusader* offensive of November 1941 the British attacked with 748 tanks, of which there were 213 Matildas and Valentines, 220 Crusaders, 150 cruisers of earlier model than the Crusader, and 165 American Stuarts. To meet this attack the Panzergruppe had 249 German and 146 Italian tanks.† The Italian tanks, with their inadequate armour, and low-velocity 47-mm guns, were decidedly inferior to all categories of tank on the British side, and moreover they were mechanically unreliable.

Of the German tanks, 70 were Mark IIs, which only mounted a heavy machine-gun, and could therefore play no part in a tank battle, except as reconnaissance vehicles. The bulk of our strength consisted of 35 Mark IVs and 139 Mark IIIs (we also had five British Matildas, of which we thought highly).

* *Krieg ohne Hass*, p. 118.

† I have omitted the Italian Lgs and the British Mark VI Bs from this calculation. They only carried machine-guns, were lightly armoured and quite useless.

The Mark IV acquired an awe-inspiring reputation among the British, mainly because it mounted a 75-mm gun. This, however, was a low-velocity weapon of poor penetrative power, and although we did use our Mark IVs in tank fighting, they were of more value in firing high explosive shells in support of infantry.* The Mark III used by the Panzergruppe in the *Crusader* battle only mounted a low-velocity 50-mm gun, which British experts now admit had no advantage over their 2-pounder.† Nor did we have any advantage in thickness of armour. The British heavy infantry tanks—Matilda and Valentine—completely outclassed us in this respect, and even the Crusaders and Stuarts were better protected than our Mark III. For example the maximum basic armour of the Mark III in the *Crusader* battle was 30 mm, while the Crusader nose and hull fronts were protected by 47 mm, and the Stuart had 44 mm protection there.‡

To what then are we to ascribe the brilliant successes of the Afrika Korps? To my mind, our victories depended on three factors—the superior quality of our anti-tank guns, our systematic practice of the Principle of *Co-operation-of-Arms*, and—last but not least—our tactical methods. While the British restricted their 3·7-in anti-aircraft gun (a very powerful weapon) to an anti-aircraft role, we employed our 88-mm gun to shoot at tanks as well as aeroplanes. In November 1941 we only had thirty-five 88s, but moving in close touch with our panzers these guns did terrific execution among the British tanks. Moreover, our high-velocity 50-mm anti-tank gun was far superior to the British 2-pounder, and batteries of these guns always accompanied our tanks in action. Our field artillery, also, was trained to co-operate with the panzers. In short, a German panzer division was a highly flexible formation of all arms, which always relied on artillery in attack or defence. In contrast the British regarded the anti-tank gun as a defensive weapon, and they failed to make adequate use

* From June 1942 we began to receive the Mark IV Special with high-velocity 75-mm gun. This was a very good tank, far superior to its predecessor. Similarly in May 1942 we began to receive Mark III Specials with the high-velocity 50-mm gun. They were excellent tanks.

† See the interesting articles by Colonel R. M. P. Carver in the *Royal Armoured Corps Journal*.

‡ The armour of our Mark IIIs and IVs was virtually doubled in 1942 as a result of our experiences in Russia.

In 1941 the very weak sides of the Mark IV were strengthened by bolting on additional armour, and the fronts of the driver's and auxiliary machine-gunner's compartments in the Marks III and IV were reinforced in a similar way. These changes were not of great significance. It was not until 1942 that we began to receive new models of the Marks III and IV, protected by special face-hardened armour.

of their powerful field artillery, which should have been taught to eliminate our anti-tank guns.

Our panzer tactics had been evolved by General Guderian during the pre-war years, but Rommel thoroughly understood Guderian's principles, and adapted them to desert conditions. Their value was fully proved in the great battle which began on 18 November 1941.*

* Although generally inferior in numbers of tanks, our tactical leadership usually succeeded in concentrating superior numbers of tanks and guns at the decisive point (i.e. the *Schwerpunkt*).

V

SIDI REZEGH

BETWEEN 19 AND 23 November 1941 the Eighth Army and the Panzergruppe Afrika were engaged in an armoured battle which has a unique place in the history of war. There has never been a battle fought at such an extreme pace, and with such bewildering vicissitudes of fortune. More than 1,000 tanks supported by large numbers of aircraft and guns were committed to a whirlwind battle fought on ground which allowed complete freedom of manoeuvre, and conducted by commanders who were prepared to throw in their last reserves to achieve victory. The situation changed with such rapidity that it was difficult to keep track of the movements of one's own troops, let alone those of the enemy. The dust clouds raised by charging tanks and moving columns added to the obscurity, and as Auchinleck says,* 'at times the fog of war literally descended on the battlefield'.

This battle made tremendous demands on generalship and staff work, and for this reason I believe it deserves very careful study today. We are likely to learn far more from these great 'manoeuvre battles' of the desert, than from the later campaigns of the war, in which the issue was decided by weight of numbers and weapons. Accordingly I propose to deal with this battle in detail, but before doing so I shall sketch the strategic background.

THE STRATEGIC BACKGROUND

During the late summer and autumn of 1941 all German planning in North Africa was conditioned by the problems of supply. Both the German and Italian High Commands appreciated that no great results could be achieved in Africa until Rommel had eliminated Tobruk; he was ordered in July to prepare for an attack on the Fortress and he hoped he would be able to launch his assault in September. But continual sinkings on the supply route to Africa forced us to postpone

* Field-Marshal Sir C. J. E. Auchinleck, *Dispatch* (H.M.S.O.).

the assault from month to month, until the date was finally fixed for 21 November.

Our communications between Europe and Africa were dominated by the British possession of Malta. I have no hesitation in saying that this island exercised a decisive influence on the course of the desert war. This fact was appreciated by Grand-Admiral Raeder in April 1941 when he strongly urged Hitler to capture Malta before attacking Russia. The rejection of this advice compelled us to pay a heavy price in lives, material and shipping, and indeed made our ultimate defeat inevitable. British warships and aircraft based on Malta were particularly active during the period before the *Crusader* battles, as the following figures show. In July 1941, 17 per cent. of the material sent to Africa was lost, and in August 35 per cent. In September shipping losses on the African route had risen to 38 per cent. of the traffic, comprising 49,000 tons sunk and 14,000 damaged. Of 50,000 tons of material and supplies dispatched to Libya in October, only 18,500 tons reached their destination. On the night of 8/9 November a convoy of seven merchant ships, protected by Italian cruisers and destroyers, was wiped out by the British without loss to themselves.* Needless to say these losses had most serious effects on our supply position in Africa, and played an important part in the ultimate success of Eighth Army in the *Crusader* battle.†

When he first came to Africa Rommel showed little interest in supply problems, but he came to realize that this question was absolutely fundamental.

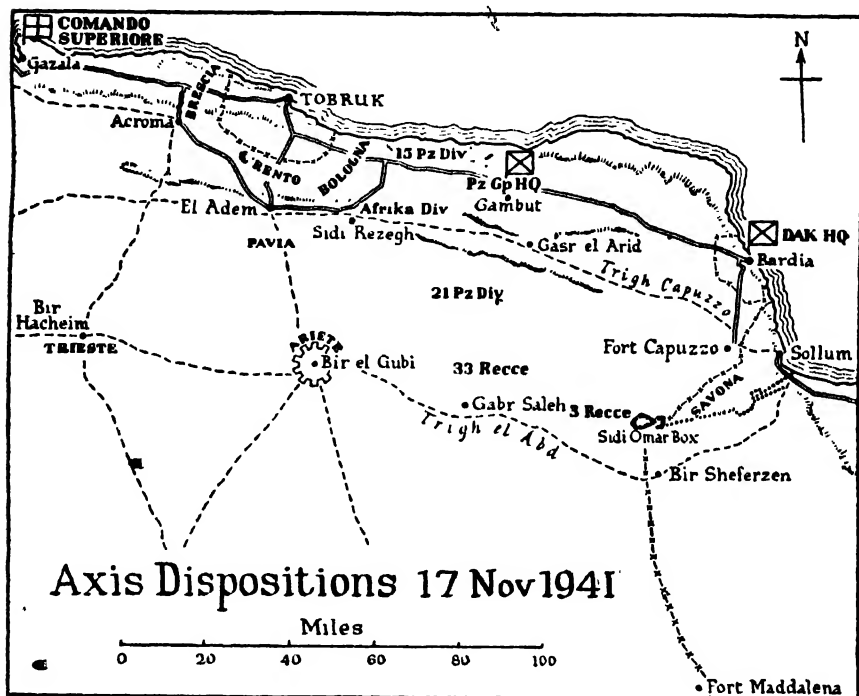
While we were standing impotently outside the Fortress of Tobruk waiting for the supplies and reinforcements without which we could not attack, the British forces in the Middle East were increasing vastly in strength. Auchinleck was able to go ahead with preparations for a great offensive to sweep

* *Editor's note.* According to Churchill, *The Second World War, Vol. III, The Grand Alliance* (Cassell, 1950), p. 492, the British ships were of the Malta-based 'Force K'. According to Roskill, *The War at Sea* (H.M.S.O., 1954), the convoy consisted of seven ships totalling 39,000 tons; it was escorted by six destroyers with two heavy cruisers and four destroyers in support. 'Force K' consisted of the light cruisers *Aurora* and *Penelope* with two destroyers; they sank the whole convoy and a destroyer, and damaged another destroyer.

Count Ciano commented in his diary that the affair was 'inexplicable', and added: 'This morning Mussolini was depressed and indignant.' *Ciano's Diary 1939-1943* (Heinemann, 1947), p. 395.

† Even when our supplies did reach Africa, it was no easy matter to move them to the front, because of the great distances involved. It was 700 miles from Tripoli to Benghazi, 300 from Benghazi to Tobruk, yet another 350 from Tobruk to Alamein. When we were at Alamein many of our supplies had to be hauled 1,400 miles from Tripoli.

of Cyren and to base his plan on the assumption that the main military effort of the British Empire was to be made in the Middle East. At Panzergruppe Headquarters we were well aware of what was coming, and as Staff Officer Intelligence I was responsible for drawing up detailed appreciations of the enemy's strength and intentions.



In the middle of October I issued an appreciation for distribution to all units, in which I emphasized the likelihood of a large-scale British offensive in the near future. For weeks our air reconnaissance kept reporting on the construction of a railway line from Mersa Matruh towards the Frontier, while in September our very efficient Wireless Intercept Service established that 1 S.A. Division and 2 N.Z. Division had moved up to Matruh from the Nile Delta. Long range air reconnaissance confirmed that numerous convoys were *en route* through the Red Sea towards the Suez Canal.

These developments put us in an extremely difficult position. Most of our troubles would be solved by taking Tobruk, and by 26 October Rommel felt strong enough to formulate his plan of attack and issue his orders. Our preparations would be complete by 15 November, but the attack could not be made before 20 November on account of the moon. There

was a real danger that Eighth Army would attack first, or strike when our forces were deeply embedded in the Fortress, in which case our position would be very critical.

Moreover, Rommel was deeply troubled by the attitude of the Italians. Rommel's nominal superior, General Bastico, the Italian C.-in-C. in North Africa, was convinced that the British were planning an offensive, and he said that 'the enemy attack will not be merely diversionary but a heavy offensive aimed at forcing a final decision'. Bastico believed that it would be simultaneous with our assault on Tobruk, and accordingly he was very anxious for Rommel to cancel his plans for attacking the Fortress. Rommel would not hear of it, and on broad grounds I think he was right. There are always elements of risk in war, and to cancel our Tobruk plans, and stand tamely on the defensive, would mean renouncing the initiative to the enemy. The capture of Tobruk would immensely strengthen our position, and Rommel was prepared to run the risks which such a venture involved.

To allay the fears of the Italians and prevent interference with his plans, Rommel instructed his staff to adopt a confident tone in all discussions with Italian officers, and in November—as the date of our attack drew nearer—I deliberately minimized the possibilities of a British offensive whenever I spoke to our allies. When he visited Rome in November, Rommel assumed the same attitude in conversation with Cavallero, the Italian Chief of Staff. In his memoirs Cavallero says :*

I asked Rommel whether it was possible that the enemy might make a large-scale enveloping attack. Rommel regarded this possibility as extremely unlikely, as the enemy would be afraid of having his line of withdrawal cut by the Italo-German divisions. He only foresaw an action with small forces on the side of the enemy, with the enemy Air Force in support.

Similarly the Italian official history makes the following statement :†

The German intelligence service for reasons not easy to explain opposed the idea that the British contemplated an offensive and attributed the information received by our intelligence service to 'an excessive Latin nervousness'. On 11 November the head of the German intelligence service [i.e. myself, as Ic] in a discussion with an Italian liaison officer, who talked to him about the coming British offensive, remarked : 'Major Revetria [Head of Italian

* *Comando Supremo* (Cappelli), p. 150.

† Manzetti, *Seconda Offensiva Britannica* (Historical Section, Italian General Staff), p. 41.

intelligence] is much too nervous. Tell him not to worry, because the British won't attack.'

Actually we were very perturbed about the possibility of a British offensive, and Rommel took comprehensive measures to meet it. Our positions on the Frontier stretched for twenty-five miles from Sollum to Sidi Omar; they were covered by thick mine belts, and were defended by battalions of the Savona Division reinforced by German detachments with 88-mm guns. These positions ensured that any British offensive must make a wide sweep into the desert, and expose a long line of communications to our counter-attack.

After long consideration Rommel decided that he could not commit 21 Panzer Division to the attack on Tobruk, and this formation was placed south of Gambut ready to deal with any British attempt to interfere with our plans. Rommel took this step because our intelligence reports showed that a British offensive was extremely likely. 15 Panzer Division and the newly formed Afrika Division were to attack Tobruk, but 15 Panzer had to make its plans on the assumption that it might be withdrawn at twenty-four hours' notice to support 21 Panzer. Moreover the Italian Armoured Corps was to hold Bir Hacheim and Bir el Gubi and cover the approaches to Tobruk from the south.*

Two German Reconnaissance Units, 3 and 33, held the gap between Bir el Gubi and Sidi Omar, and our air patrols penetrated far across the Frontier. The bulk of the enemy's strength was in the Matruh area, and in an appreciation which I issued on 11 November I said: 'A serious attack to relieve Tobruk cannot be expected until the main force from the Mersa Matruh-El Daba area arrives in the assembly area near the Sollum front.' I estimated that if the British reacted to our attack on Tobruk by launching an offensive, then they would require three days before they could intervene seriously in the Tobruk sector. In the meantime we hoped to capture the Fortress.

THE ARMoured CLASH

On 16 November the artillery of 15 Panzer Division began to move into position on the south-eastern sector of Tobruk,

* This Corps consisted of the Ariete Armoured Division and the Trieste Motorized Division. It was commanded by General Gambara, Bastico's Chief of Staff, and was not under Rommel's command. But after discussions with Rommel on 29 October Gambara agreed to put Trieste at Bir Hacheim and Ariete at Bir el Gubi. Rommel said to Gambara, 'this takes a great load off my mind'.

and the units of Afrika Division * got ready to attack the Fortress. Heavy storms blew up during the day, and for the next twenty-four hours Cyrenaica was swept by rain of unprecedented intensity. Bridges were carried away, roads became rivers and all our airfields were under water. For days it was impossible for any aircraft to take off, and our air reconnaissance was reduced to nothing.†

On 15 November our Wireless Intercept Service had reported that 1 S.A. Division seemed to be moving west from Mersa Matruh, and these reports were confirmed on the 16th. On 17 November General von Ravenstein, the commander of 21 Panzer Division, decided to strengthen our reconnaissance screen with an anti-tank company, and that evening our Intelligence Diary reported: 'Complete English wireless silence.'‡

On the morning of 18 November we again noted that the British maintained, 'almost complete wireless silence', and that air reconnaissance on our side was impossible, with 'landing grounds a sea of mud and water running high in the wadis'. But from midday onwards we began to pick up reports from the recce screen of 21 Panzer; there was clearly much patrol activity on the British side with large numbers of armoured cars pressing northwards towards the Trigh el Abd. Rommel believed it was merely a reconnaissance in force, and throughout the day the Panzergruppe Headquarters was engaged in preparations for the attack on Tobruk.

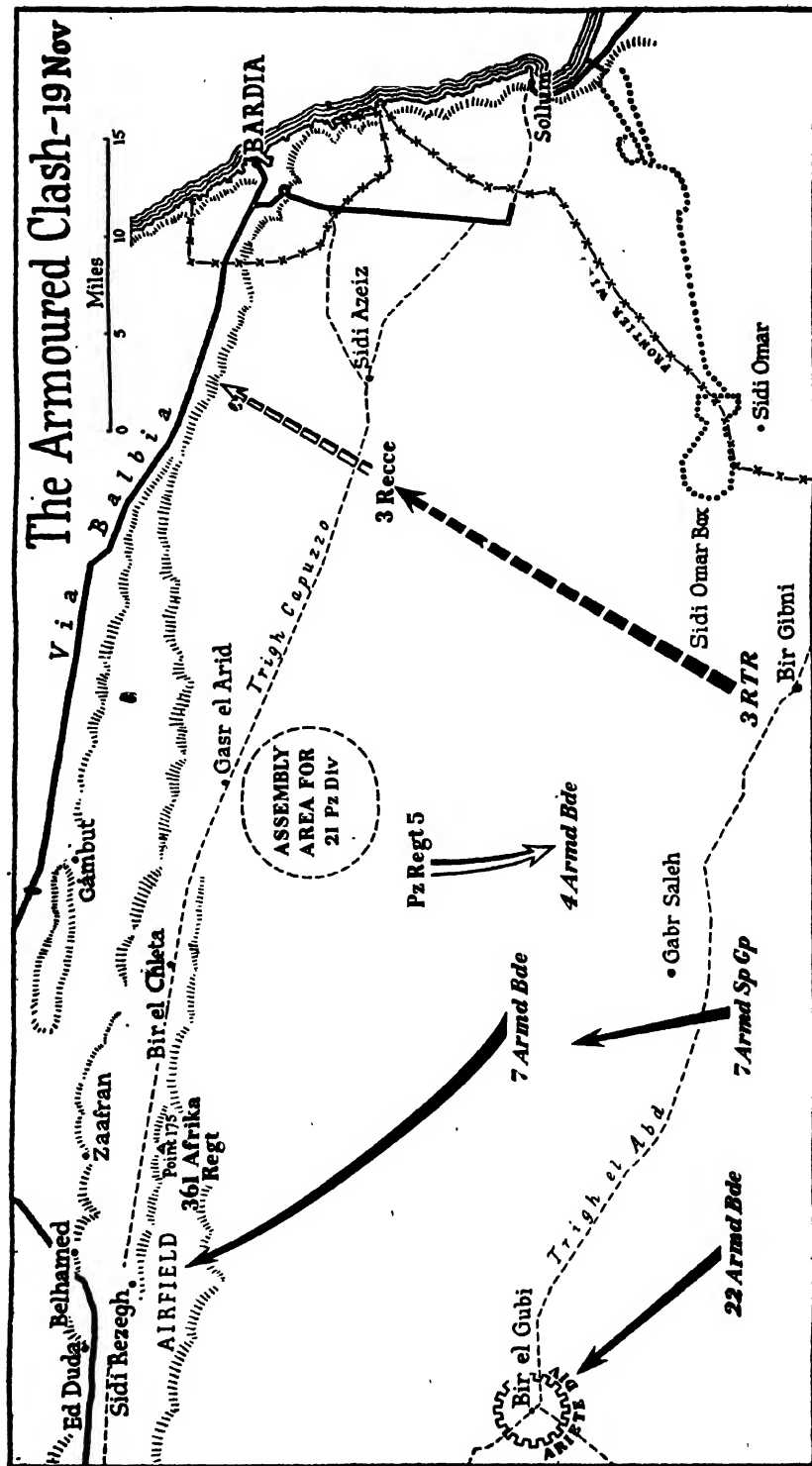
That evening General Cruewell, the commander of the Afrika Korps, came to see Rommel. He explained that von Ravenstein was uneasy, and wanted to move a strong battle group towards Gabr Saleh on the morning of the 19th. Cruewell told Rommel that he had warned 15 Panzer to be ready to move from the Tobruk area to the support of 21 Panzer south of Gambut. Rommel was irritated by Cruewell's attitude; he was reluctant to give up his cherished attack on Tobruk and said, 'we must not lose our nerves'. He forbade the movement of a battle group to Gabr Saleh, 'for fear of discouraging the enemy too soon'. Nevertheless he warned the Italian Armoured Corps to maintain 'increased vigilance' east and south of Bir el Gubi.

* Later 90 Light Division. Largely composed of ex-members of the French Foreign Legion, it was poorly equipped in November 1941 and most of its heavy weapons were still in Naples.

† During the *Crusader* battles our air force was heavily outnumbered.

‡ On the night of 17/18 November British Commandos attacked our Quarter-master-General's Headquarters at Beda Littorio, in the belief that Rommel was there. As is well known, this ill-conceived undertaking ended in tragedy.

The Armoured Clash-19Nov



On the morning of 19 November Cruewell again appeared at the Headquarters at Gambut, and had a long discussion with Rommel. He explained that the position was serious; our reconnaissance units had been driven across the Trigh el Abd by strong enemy tank forces, which were thrusting vigorously northwards. This was not a reconnaissance but a major offensive, and it was imperative to take counter-measures without delay. Rommel agreed that 21 Panzer should advance towards Gabr Saleh, and that 15 Panzer should move that evening to an assembly area south of Gambut. After lunch Rommel himself drove off to 21 Panzer to watch his tanks go into the attack—the great armoured battle was about to begin.

Looking at the situation in retrospect, I realize that 21 Panzer was committed too hastily, and that it would have been better for the division to avoid battle until the whole Afrika Korps could concentrate. At midday on 19 November the situation was obscure—all that we really knew was that large British armoured forces had crossed the Frontier in the Fort Maddalena area and were thrusting northwards, while other enemy units were in contact with our Frontier positions. When a situation is obscure, it is a good rule to concentrate and await further information, but Rommel was still hopeful that the British were only making a reconnaissance in force, and that a strong thrust by 21 Panzer would fling them back.

Actually the decision to commit 21 Panzer to battle was far more risky than we realized at the time. On the morning of 19 November the whole of 7 Armoured Division was grouped in the Gabr Saleh area, and if this force had remained concentrated it could have inflicted a very serious defeat on the isolated forces of 21 Panzer. But mercifully for us, General Cunningham, the commander of Eighth Army, had decided to split up his armour, and during the day the various formations of 7 Armoured Division went off in different directions.* 22 Armoured Brigade went to attack the Italians at Bir el Gubi—where it suffered a severe repulse—7 Armoured Brigade thrust north to Sidi Rezegh airfield and was followed by the Divisional Support Group.† Only 4 Armoured Brigade was left at Gabr Saleh, with the task of keeping touch with the left flank of the British 13 Corps (2 N.Z. Division, 4 Indian

* General Cunningham's original intention was to move 7 Armoured Division to Gabr Saleh, and then wait for Rommel's reaction. This was not a very good plan; nevertheless, had Cunningham adhered to it, he might have won a brilliant victory. 7 Armoured Division was the spearhead of 30 Corps, which also included 1 S.A. Division and 22 Guards Brigade.

† Commanded by Brigadier Campbell. The Support Group had thirty-six 2-pounder anti-tank guns, and thirty-six 25-pounders.

Division and 1 Army Tank Brigade) which was closing in on our Frontier positions.

Afrika Korps ordered 21 Panzer to attack with a battle group, consisting of Panzer Regiment 5 reinforced by twelve field guns and four 88-mms. The force was led by the regimental commander, Colonel Stephan, a bold and resolute officer who was killed later in the campaign. At about 1530 hours he ran into strong British tank forces about five miles north-east of Gabr Saleh, and in a fierce action which lasted until dark he drove the British across the Trigh el Abd. Our losses were slight—two Mark IIIs and a Mark II—while twenty-three British tanks were knocked out.*

On the evening of 19 November the situation was still far from clear at Panzergruppe Headquarters. During the afternoon British tanks and South African armoured cars had seized Sidi Rezegh airfield, which was virtually unguarded. Ariete claimed to have knocked out about fifty British tanks at Bir el Gubi—they had charged headlong at the Italian defences—and another strong enemy group was reported to have chased our Reconnaissance Unit 3 across the Trigh Capuzzo near Sidi Azeiz. There were also reports of enemy forces moving westwards from Giarabub.†

On the evening of 19 November General von Ravenstein reported to Cruewell by telephone. He suggested that both panzer divisions should be concentrated, but that no large-scale operation should be undertaken until we had a clearer picture of the enemy's dispositions and intentions. His caution was fully justified, for the whole course of the battle depended on Rommel or Cruewell taking the correct decision. Colonel Bayerlein, Cruewell's Chief of Staff, rang up Panzergruppe Headquarters and asked what he should do. Rommel gave Cruewell a free hand, and ordered him to 'destroy the enemy battle groups in the Bardia-Tobruk-Sidi Omar area before they can offer any serious threat to Tobruk'.

Cruewell appreciated that he was faced with three main groups—the force at Gabr Saleh which had been engaged by Colonel Stephan, the force pushing directly towards Tobruk

* These were all Stuarts. 4 Armoured Brigade had only two regiments in action; another—3 Royal Tanks—had chased Reconnaissance Unit 3 across the Trigh Capuzzo, and could not get back in time. 4 Armoured Brigade had two batteries of artillery, but only one of them seems to have been engaged.

† This was 29 Indian Brigade with 6 and 7 S.A. Armoured Car Regiments. Known as E Force, this group was supposed to give the impression that a strong armoured formation was moving across the desert towards Benghazi. The operations of E Force certainly made us uneasy, but Rommel was so busy elsewhere that he could not divert forces to deal with it. Giarabub is about eighty miles south of Fort Maddalena.

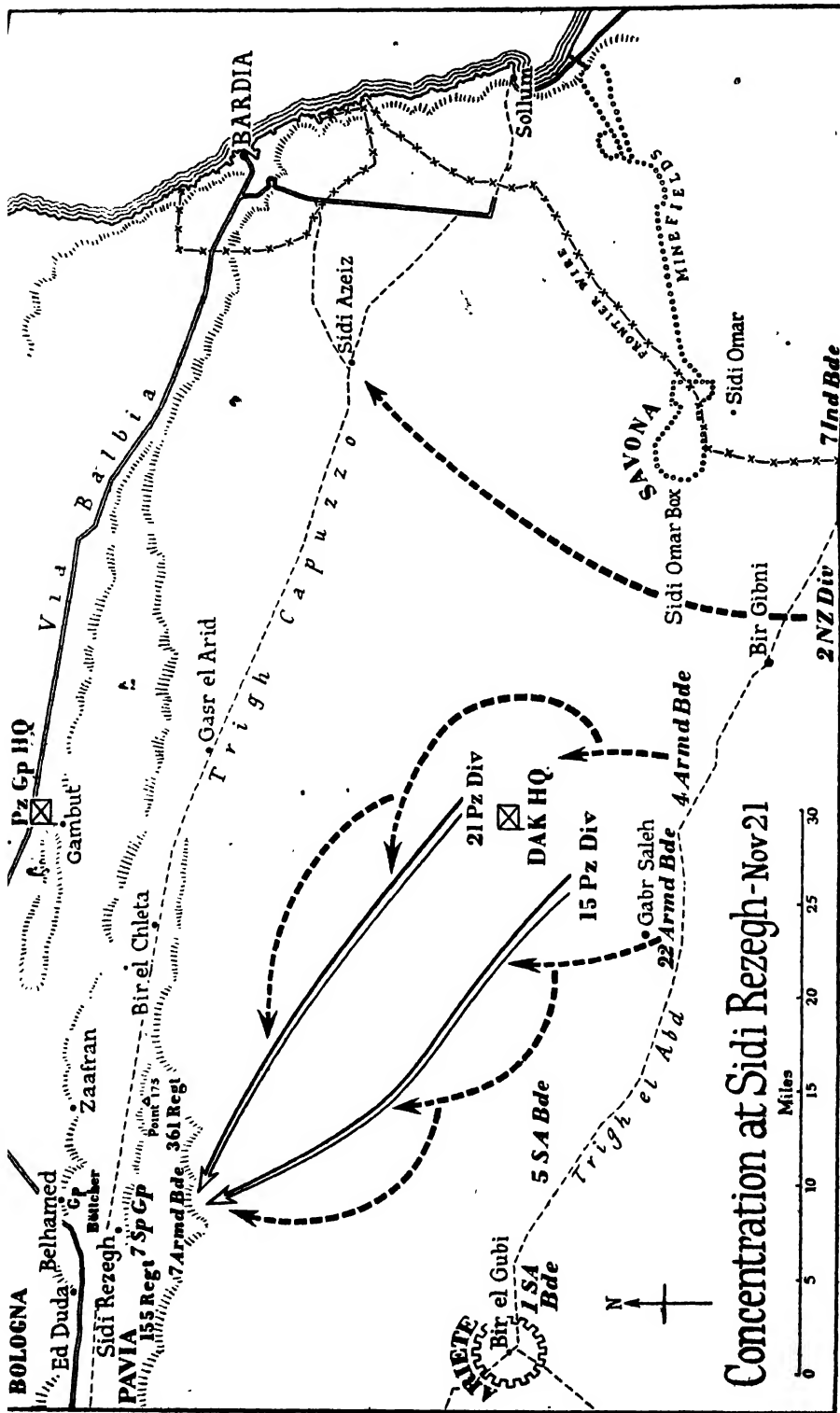
via Sidi Rezegh, and the force on the eastern flank which had chased 'Reconnaissance Unit 3 across the Trigh Capuzzo.

Cruewell decided to concentrate towards Sidi Omar, with a view to destroying the group which was threatening Reconnaissance Unit 3. But this enemy group had no existence—on the afternoon of 19 November 3 Royal Tanks had been operating in this area, but had now retired and joined 4 Armoured Brigade. Nevertheless on 20 November the whole Afrika Korps moved eastwards on Sidi Azeiz, and spent most of the day chasing an imaginary enemy. 21 Panzer finally ran out of petrol and was left stranded in the desert, about six miles north of Sidi Omar Box. Frantic appeals arrived at Panzergruppe Headquarters, asking for petrol to be flown in by air. All we could do was to arrange for petrol convoys and these did not arrive until long after dark.

15 Panzer drove along the Trigh Capuzzo as far as Sidi Azeiz, and then made a wide sweep to the south-west. Late that afternoon the division ran into 4 Armoured Brigade which was still waiting around Gabr Saleh. Heavy fighting continued until dark; the British suffered serious tank losses and were again driven over the Trigh el Abd. But no decisive success was gained, and for the Afrika Korps 20 November was a day wasted. Meanwhile the British 7 Armoured Brigade and 7 Support Group consolidated their grip on Sidi Rezegh airfield and repulsed counter-attacks by Afrika Division. The British 22 Armoured Brigade moved across from Bir el Gubi to support 4 Armoured Brigade, but did not arrive until it was nearly dark.

There is no doubt that we missed a great opportunity on 20 November. Cunningham had been obliging enough to scatter 7 Armoured Division all over the desert, and we had failed to exploit his generosity. If Afrika Korps had concentrated at Gabr Saleh on the morning of the 20th, it could have wiped out 4 Armoured Brigade; on the other hand, if it had moved towards Sidi Rezegh it could have inflicted a crushing defeat on the British forces there. In that case we would have won the *Crusader* battle very easily, for the whole Eighth Army had been dispersed in a gigantic arc stretching from Sollum to Bir el Gubi.* These operations show the

* *Editor's note.* In fairness to General Cunningham, it should be pointed out that he did not devise the *Crusader* plan, but had it presented to him by Middle East G.H.Q., when he arrived in September from East Africa. The radical defect of the British plan was that it required 30 Corps (7 Armoured Division, 1 S.A. Division, and 22 Guards Brigade) to challenge and defeat the armoured strength of the Panzergruppe, and only when the armoured battle had been won were 13 Corps and the Tobruk Garrison to intervene.



Concentration at Sidi Rezegh-Nov 21

need for caution, and the careful weighing of all intelligence reports, before committing one's main armoured force in a great mobile battle.

THE DEFEAT OF 7 ARMOURED DIVISION

On the evening of 20 November Cruewell met Rommel, who was now fully alive to the seriousness of his position. Rommel decided that on the 21st the Afrika Korps should move towards Sidi Rezegh, 'to attack and destroy the enemy force which has advanced on Tobruk'. At 0400 on the 21st Rommel sent a signal to Cruewell stressing that 'the situation in this whole theatre is very critical' and that the Afrika Korps 'must get going in good time'.

These orders, however, were not too easy to execute, for 15 and 21 Panzer had first to break contact with the British 4 and 22 Armoured Brigades in the Gabr Saleh area. The Afrika Korps formed strong rearguards supported by 88-mm and anti-tank guns, and these inflicted heavy losses on the British when they tried to interfere with the northward movement. Nevertheless some British tanks did break into our motorized columns, and set a number of trucks on fire. By noon both British brigades had broken off the pursuit and paused to refuel.

While the rearguards were holding off the British pursuit, the tanks of 15 and 21 Panzer, with artillery in close support, advanced rapidly towards Sidi Rezegh. The Commander of 7 Armoured Brigade decided to leave 6 Royal Tanks with the Support Group on Sidi Rezegh airfield, and took 7 Hussars and 2 Royal Tanks to meet the advancing panzers. This was typical of British tactics at this time—their commanders would not concentrate tanks and guns for a co-ordinated battle. By 1000 hours most of the tanks of 7 Hussars were on fire, and 15 and 21 Panzer had reached the high ground overlooking Sidi Rezegh airfield from the south.

The Afrika Korps then attempted to overrun Sidi Rezegh airfield by launching attacks from the south-east. These attacks failed, partly because of a serious shortage of ammunition, and partly owing to the magnificent resistance of 7 Support Group, brilliantly commanded by Brigadier Campbell. The British artillery was the best trained and best commanded element in the British Army, and the quality of these gunners was fully proved in the desperate fighting at Sidi Rezegh on 21 November. Towards evening 4 Armoured Brigade advanced from the south-east against the rear of the

Afrika Korps and was stopped by an anti-tank screen; 22 Armoured Brigade swung round to the south-west and engaged the left flank of 15 Panzer Division.

Rommel took no part in this battle. At dawn on the 21st the Tobruk garrison—70 British Division and 32 Army Tank Brigade—made a sortie on the south-east of the perimeter and after savage fighting broke through units of Afrika and Bologna Divisions holding that sector. Our situation was extremely serious and Rommel himself hurried to the danger point. He took command of Reconnaissance Unit 3, strengthened by 88-mm guns, and led it personally against the enemy. Several British tanks were knocked out, and the sortie brought to a halt.

Meanwhile ominous reports came in from the Frontier area. The New Zealand Division was on the march, and on the afternoon of the 21st it thrust behind our frontier fortresses and crossed the Trigh Capuzzo on both sides of Sidi Azeiz. This brought them dangerously close to Panzergruppe Headquarters at Gambut, and Rommel ordered us to move to El Adem during the night.

On the evening of the 21st Rommel sent a signal to Cruewell and ordered him to prevent the Tobruk garrison from making a junction with the British 30 Corps (7 Armoured Division, 1 S.A. Division, and 22 Guards Brigade). For this purpose the bulk of Afrika Division was put under Cruewell's command.

In spite of the failure to expel 7 Support Group from Sidi Rezegh airfield, the Afrika Korps was in a favourable position on the evening of 21 November. The corps held a central position between the Support Group and the British 4 and 22 Armoured Brigades, and could attack each of these groups in turn. But in a discussion with General Neumann-Silkow, the commander of 15 Panzer, on the afternoon of the 21st, Cruewell announced that he intended to gain 'complete freedom of manoeuvre', and that he would move the Afrika Korps eastwards during the night and regroup in the Gambut area.* Cruewell received Rommel's orders at 2240 hours, and modified his own plan accordingly. 15 Panzer was to move away from the battlefield, and regroup south of Gambut, but 21 Panzer was to move north, descend the escarpment overlooking the Trigh Capuzzo, and assemble in the Belhamed area. The effect of these orders was to enable the British to

* Neumann-Silkow strongly disagreed, and said that the situation could best be cleared up 'by a swift thrust by 8 and 5 Panzer Regiments'. By moving the Afrika Korps towards Gambut, Cruewell hoped to gain a favourable opportunity to strike the British in flank.

concentrate 7 Armoured Division—for the first time since 19 November. Moreover the two divisions of the Afrika Korps would now be separated by about 18 miles.

The bulk of the panzer divisions withdrew during the night from the battlefield south of Sidi Rezegh airfield, but the rearguards were brought to action by the British on the morning of 22 November. Once again our anti-tank guns and 88-mms proved their value, and the British tanks were unable to get to close quarters. The rearguards joined their divisions during the morning and early afternoon—15 Panzer lay south of Gambut and 21 Panzer between Belhamed and Zaafran. By midday 4 and 22 Armoured Brigades were in close touch with 7 Support Group and the remnants of 7 Armoured Brigade on Sidi Rezegh airfield. The British position was now very favourable—7 Armoured Division had concentrated its brigades, and still had about 180 tanks fit for action. 1 S.A. Division had been ordered to concentrate at Sidi Rezegh, and 5 S.A. Brigade was already in the area, under orders to clear the southern escarpment west of Pt. 178.* During the afternoon of the 22nd 6 N.Z. Brigade began to move along the Trigh Capuzzo towards Sidi Rezegh. The sortie of the Tobruk Garrison on 21 November had been checked, but was far from broken. If 7 Armoured Division could have resisted our attacks on the afternoon of 22 November, the balance of force at Sidi Rezegh would have turned heavily against us. (See map on page 68.)

At about midday Rommel went to see von Ravenstein and decided on a bold and aggressive plan, which turned the tables on the British. The infantry and the bulk of the artillery of 21 Panzer were ordered to attack the Sidi Rezegh escarpment from the north, while Panzer Regiment 5, supported by 88-mm guns, was to make a wide detour north of Belhamed, ascend the Axis By-pass road towards Ed Duda, avoid the Sidi Rezegh escarpment, and come in to attack the airfield from the west. The heavy artillery of the Panzergruppe was concentrated at Belhamed and kept up a terrific bombardment in support of 21 Panzer.

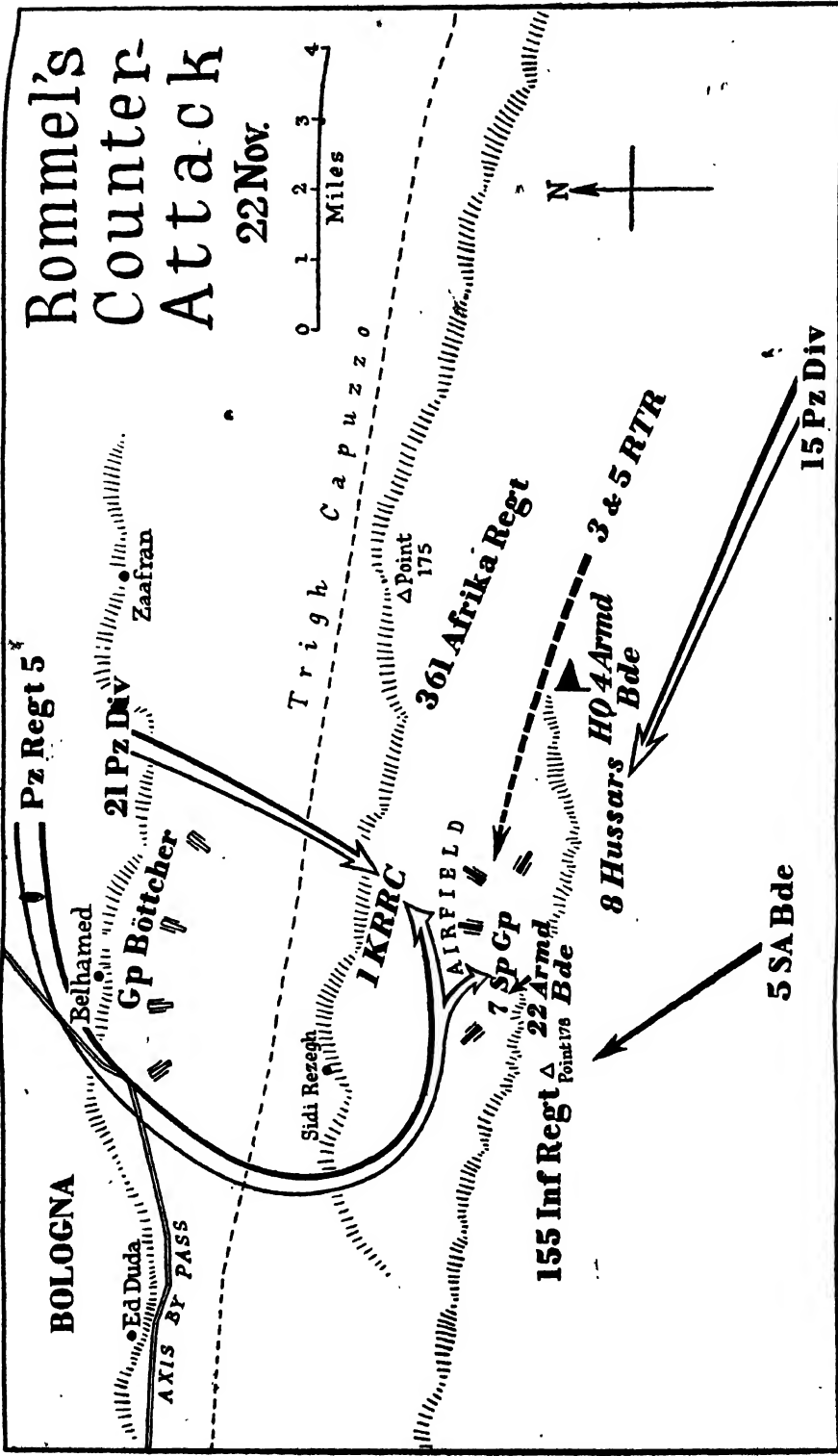
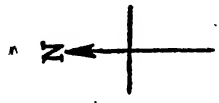
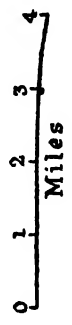
This attack appears to have taken the British completely by surprise; they had a large number of armoured cars† but these do not seem to have conveyed any adequate warning. Panzer Regiment 5 swept onto the airfield in spite of a furious fire from the guns of the Support Group. 22 Armoured Brigade counter-attacked through the British gun positions,

* Held by part of Infantry Regiment 155.

† 11 Hussars, King's Dragoon Guards, 4 S.A. Armoured Car Regiment.

Rommel's Counter-Attack

22 Nov.



but for some reason 4 Armoured Brigade hung back. The 88-mms and the anti-tank guns on both escarpments inflicted severe losses on 22 Armoured Brigade, which eventually withdrew with a loss of half its strength. 1 King's Royal Rifle Corps were holding the northern escarpment above Sidi Rezegh tomb; German tanks attacked this battalion in rear while the infantry of 21 Panzer assaulted them in front. As a result the greater part of the battalion was taken prisoner. Towards dusk 4 Armoured Brigade came into action, but was unable to retrieve the situation and 21 Panzer held its positions on the northern escarpment and west of the airfield.

The commander of 7 Armoured Division, General Gott, decided that the airfield was untenable; as darkness fell he withdrew his battered forces to new positions south of the southern escarpment. During the afternoon 3 Transvaal Scottish of 5 S.A. Brigade had attacked our positions around Pt. 178 and had suffered considerable casualties.

Meanwhile 15 Panzer was coming into action on the opposite flank. This move was not co-ordinated with that of 21 Panzer; Cruwell decided to advance on his own initiative and attack 7 Armoured Division in flank. Once again the British armoured cars failed to give warning, 15 Panzer made rapid progress over flat, firm ground, and continued to advance after dark. Panzer Regiment 8 was in the van and about 1900 hours came across a heavy concentration of vehicles, about four miles south-east of Sidi Rezegh airfield.

Panzer Regiment fanned out and surrounded the British leaguer; the tanks shone their headlights and the commanders jumped out with automatic pistols. The British were completely surprised and incapable of taking action. A few tanks tried to escape and were at once set on fire—the glare of flames made the battlefield as bright as day.

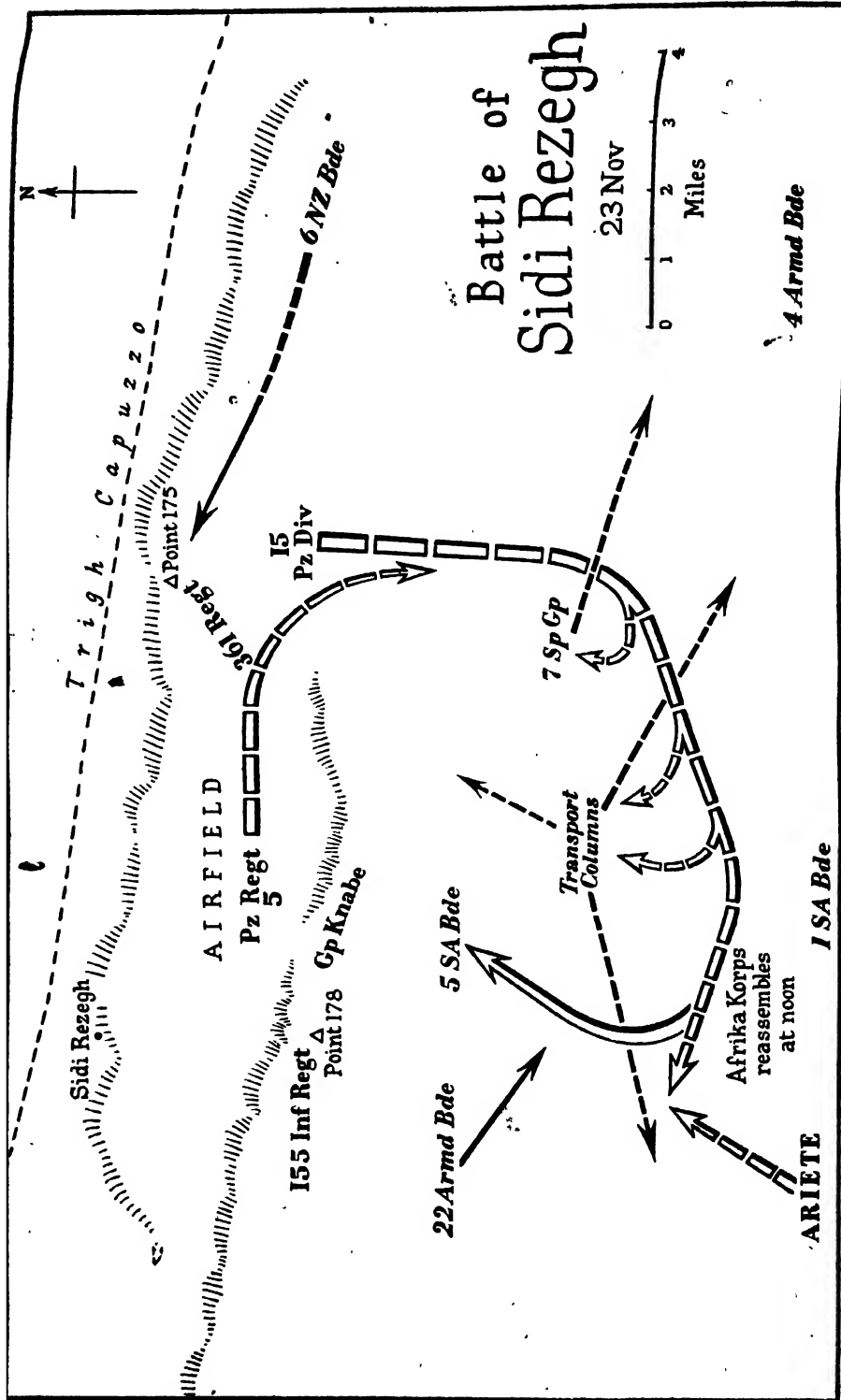
What had happened was that Panzer Regiment 8 had captured the Headquarters of 4 Armoured Brigade together with the greater part of 8 Hussars. It was a crushing blow to the best armoured formation in 7 Armoured Division.* The Afrika Korps had won a spectacular victory and was again in command of the battlefield.

THE SUNDAY OF THE DEAD

For 23 November † Rommel planned a concentrated attack

* Brigadier Gatehouse, the commander of 4 Armoured Brigade, was not captured as he was away at a conference.

† The third Sunday in November is known to the Germans as *Totensonntag*, a day devoted to the memory of German dead.



to smash the remnants of 7 Armoured Division and overwhelm 1 and 5 S.A. Infantry Brigades. For this purpose he gained the support of Gambará, who undertook to advance north-east from Bir el Gubi with Ariete Division, while 15 and 21 Panzer drove the British towards the Italians. Rommel ordered Afrika Korps to 'encircle the enemy and destroy them'.

The Panzergruppe order arrived too late for Cruewell to act upon it; he left the infantry and artillery of 21 Panzer to hold the escarpment south of Sidi Rezegh airfield and he ordered 15 Panzer, reinforced by Panzer Regiment 5, to make a wide sweep towards the south-west and circle across the rear of 7 Armoured Division and 5 S.A. Brigade. On meeting Ariete, 15 Panzer was to make a combined attack with the Italians, and drive the British against our infantry and guns holding the escarpment.

The morning of 23 November was obscured by a thick mist, but when this lifted Cruewell ordered the advance to begin and the long columns of tanks, lorries and guns rumbled off to the south. Before long they came across 'vast supply-columns' interspersed with guns and tanks. 15 Panzer swung west, and threw the British into the greatest confusion. The transport of 7 Armoured Division and 5 S.A. Brigade stampeded across the desert, and General Neumann-Silkow suggested to Cruewell that the southward move should be abandoned; 15 Panzer would take advantage of the enemy's confusion and attack the main body of 5 S.A. Brigade, sweeping it against the escarpment. Cruewell admitted that the prospect was 'tempting' but he believed that the co-operation of Ariete was essential. Accordingly the action was broken off and 15 Panzer moved south-west to join hands with Ariete. Panzer Regiment 5 had been slow in starting, and did not overtake 15 Panzer until about midday.

There is no doubt that we missed an opportunity here, and that it would have been better to continue the attack before the South Africans and British could co-ordinate their defence. As it was the South Africans took advantage of the respite to move most of their artillery to the southern flank of 5 Brigade; their western flank was protected by a composite regiment of 22 Armoured Brigade, and their eastern flank by the remnants of the Support Group.* However, the move of 15 Panzer did prevent 1 S.A. Brigade from coming up from the south and joining their countrymen.

* At about noon 26 N.Z. Battalion took up a position about two miles east of the South Africans.

Rommel left Panzergruppe Headquarters early on the 23rd with the intention of joining the Afrika Korps. He was prevented from doing so by the advance of 6 N.Z. Brigade from the east. This brigade advanced during the night 22/23 November, and at dawn on the 23rd surprised and captured the main headquarters of the Afrika Korps near Bir Chleta. They then pressed forward towards Pt. 175 and launched a most dangerous attack on our 361 Afrika Regiment which was holding the eastern approaches to Sidi Rezegh airfield. Rommel himself was drawn into the fray, and was unable to join Cruewell and the main body of the Afrika Korps.

Cruewell launched his attack on 5 S.A. Brigade at 1500 hours. He had drawn up his tanks in long lines, and he ordered the infantry to follow in their lorries. When all was ready the order was given to charge, and tanks, lorries and guns rushed headlong at the enemy.* An attack of this sort was an innovation in German tactics—it certainly proved a costly experiment. The South Africans were overwhelmed after a most determined resistance, in which they were gallantly supported by the tanks of 22 Armoured Brigade. But our motorized infantry suffered heavy casualties—most of their officers and N.C.O.s were killed and wounded—while the panzer regiments lost 70 tanks out of 150. This was our highest daily loss in the *Crusader* battle, and gravely weakened our armoured strength.

In spite of our losses, the evening of 23 November found us in a favourable position, and we could claim to have won the Battle of Sidi Rezegh. The tank strength of 7 Armoured Division had been reduced to a shadow, 5 S.A. Brigade had been destroyed, and the Tobruk sortie had been contained. On the evening of 23 November Rommel came back to Panzergruppe Headquarters to announce his plans and issue his orders. He was in a jubilant mood, and there can be no doubt that this was one of the most critical moments of the desert war.

* Ariete, on the left flank, played virtually no part in this attack.

VI

ROMMEL'S DEFEAT AND RECOVERY

THE THRUST TO THE WIRE

THE BATTLE OF 23 November ended with the Afrika Korps in a state of great confusion, and in the words of General Bayerlein, 'the wide area south of Sidi Rezegh had become a sea of dust, fire and smoke'.* He comments that when darkness fell, 'hundreds of burning vehicles, tanks and guns lit up the battlefield', and says that, 'not until midnight was it possible to gauge the results of the battle, to organize the formations, to assess losses and gains, and to appreciate the general situation'. Indeed no cool or accurate appraisal was possible under such conditions. The Afrika Korps had suffered very heavy losses, whose severity was not known at Panzergruppe Headquarters for many days to come. On 24 November we had fewer than 100 tanks fit for battle, and the Rifle Regiments had been decimated by the South African fire.

Unfortunately Rommel over-estimated his success, and believed that the moment had come to launch a general pursuit. Rommel had been away from his Headquarters all day, engaged in fighting the 6 N.Z. Brigade near Pt. 175, and his knowledge of the situation south of Sidi Rezegh was necessarily limited. He had, however, seen the South African transport on fire, and he had picked up garbled reports about the so-called 'battle of annihilation'. When he came back to El Adem that night he was in a state of excited exultation, and at once began to issue orders which changed the whole character of the *Crusader* battle. In a signal which he dispatched to Berlin about midnight, Rommel said: 'Intention for 24 November a) To complete destruction 7 Armoured Division. b) To advance with elements of forces towards Sidi Omar with a view to attacking enemy on Sollum front.'

At Panzergruppe Headquarters I had reliable reports of the

* *Krieg ohne Hass*, p. 76.

advance of the main body of 2 N.Z. Division along the Trigh Capuzzo ; moreover, the situation on the Tobruk front was very menacing. Westphal and I pointed out to Rommel that it would be dangerous to move the Afrika Korps far from Tobruk, and that we would be forfeiting an excellent opportunity of destroying the N.Z. Division, which was coming up piecemeal. Indeed it is my conviction that if we had kept the Afrika Korps in the Sidi Rezegh area, we would have won the *Crusader* battle. The Eighth Army had a fatal practice of committing its forces in succession, and we could have destroyed them one after the other. It is true, however, that Rommel's advance to the Wire gravely disturbed General Cunningham, and nearly stampeded Eighth Army into a headlong flight.

At no time did I hear Rommel express any interest in the supply dumps of Eighth Army. We knew of their location from captured documents, but Rommel's aim was not to attack the British supplies, but to destroy their field army. To do this he planned to cut the line of retreat of 30 Corps, and drive 4 Indian Division into the Sollum minefields. In any case I am very doubtful whether the destruction of some supply dumps would have brought the British offensive to an end. The British excelled in the organization of supplies, and their resources were unlimited.

Early on the morning of 24 November Rommel and Gause left Panzergruppe Headquarters, and Westphal as Ia was left as the senior officer at Panzergruppe Headquarters. We did not realize that this absence would last for several days, and that we would only have the vaguest idea of where Rommel was or what he was doing. It is in periods such as this that sound staff training proves its value ; the officers of the German General Staff were not mere clerks or mouthpieces of their commanders, but were trained to accept responsibility for grave decisions and were respected accordingly. In contrast the British fighting commanders tend to look down on the staff, and the British show a curious reluctance to appoint capable staff officers to operational commands.

At about 1030 hours on the 24th Rommel put himself at the head of 21 Panzer Division, and drove off at a furious pace. Late that afternoon he reached the Wire, with the whole Afrika Korps stretched out behind him over forty miles of desert, and 7 Armoured Division and 1 S.A. Division stampeding in all directions. Rommel's bold move had thrown 30 Corps into complete disorder, and according to British accounts General Cunningham wanted to retire at once into

Egypt. But very fortunately for the British, General Auchinleck had arrived at Eighth Army Headquarters; he disagreed with Cunningham, and ordered the continuation of the offensive. This was certainly one of the great decisions of the war; Auchinleck's fighting spirit and shrewd strategic insight had saved the Crusader battle and much else besides.†*

Rommel had formed an incorrect impression of the situation on the Sollum front. Only one Indian brigade, the 7th, was actually there,‡ and this brigade had just captured Sidi Omar, where it was protected by our own minefields. On the night 24/25 November Rommel and Cruewell, with their immediate staffs, got themselves hopelessly lost on the Egyptian side of the Wire, and had to camp down in the midst of British gun positions and columns. They escaped by a miracle, but Rommel's decisions on the morning of the 25th were taken hastily and with inadequate knowledge of the enemy's dispositions. Panzer Regiment 5 was flung at Sidi Omar and lost half its strength in vain attacks on 7 Indian Brigade, supported by 1 and 25 Field Regiments R.A. The remainder of 21 Panzer Division wandered about in the area south of Halfaya Pass, without meeting any enemy. 15 Panzer formed a cordon west of the Sollum positions, and wiped out the workshops of 1 Army Tank Brigade during the afternoon. The Italian Ariete Division was held up by 1 S.A. Brigade and the British 4 Armoured Brigade near Taieb el Esem, and failed to come up to the Frontier as ordered.§ Throughout the day the Afrika Korps was subjected to uninterrupted air attacks, which inflicted serious casualties, the more so as the Sollum front was beyond reach of our fighter cover. In short, 25 November was a thoroughly unsatisfactory day, in which we suffered heavy losses for little result.

During 25 November 2 N.Z. Division appeared in force in the Sidi Rezegh area, and our Afrika Division, which had been left there, was soon in a very critical position. Westphal sent urgent signals to Rommel, drawing attention to these developments, and the likelihood of a massive break-out by the Tobruk garrison. These messages were not received by Rommel until the morning of 26 November,|| and in any case he could have

* See Major-General de Guingand's graphic description in *Operation Victory*, p. 98.

† On 26 November Cunningham was replaced by Ritchie.

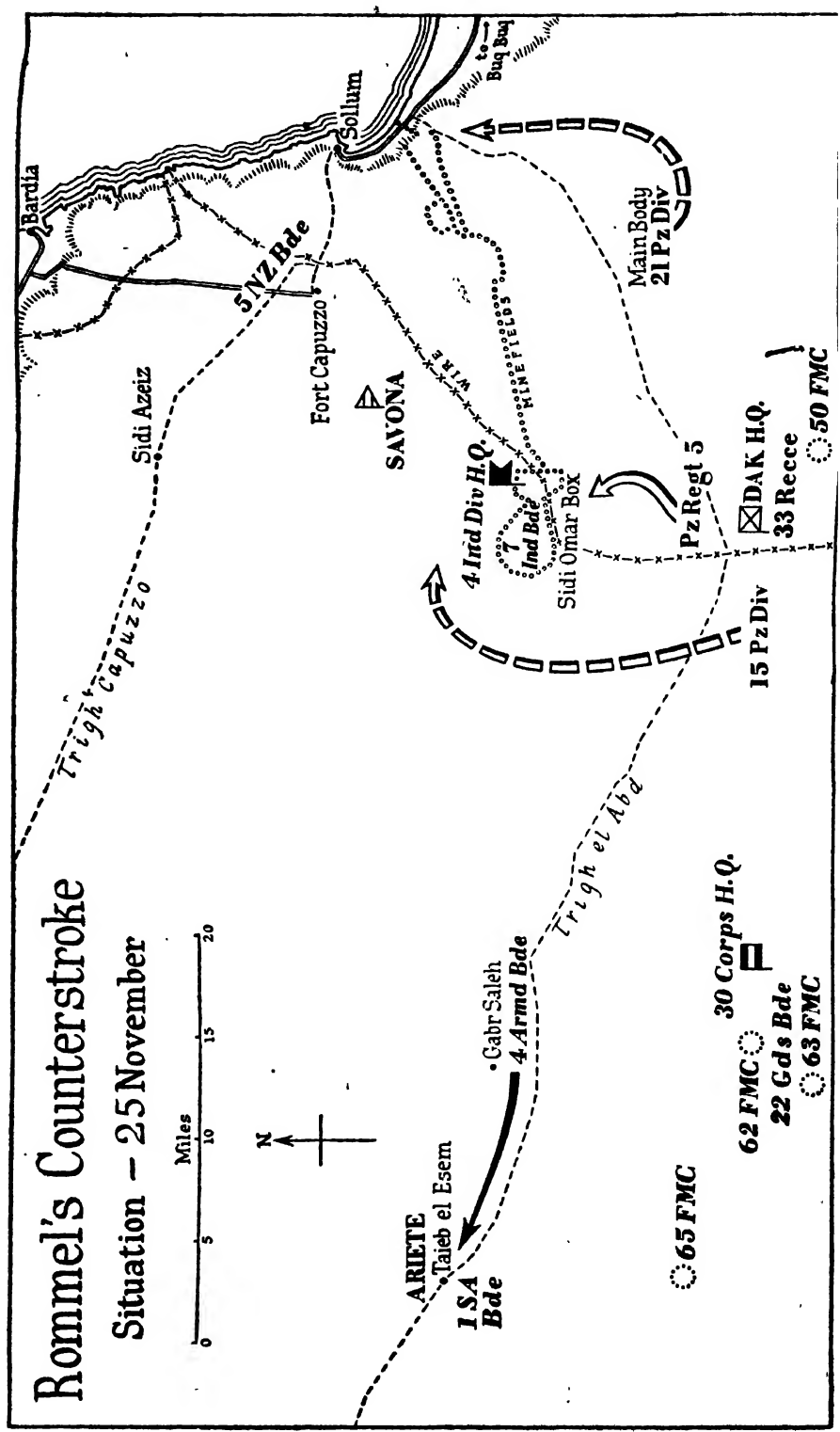
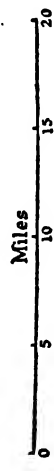
‡ 11 Indian Brigade was below the escarpment near Buq Buq, and 5 Indian Brigade was around the British railroad near Sofafi. (See map on page 76.)

§ On 23 November the Italian Armoured Corps was put under Panzergruppe command as a result of a direct appeal from Rommel to Mussolini.

|| Rommel had only a very small staff with him, and his signal communications were quite inadequate. Moreover, Main Headquarters Afrika Korps had been captured on 23 November.

Rommel's Counterstroke

Situation - 25 November



done little as the Afrika Korps was almost out of fuel. Huddled in our greatcoats, in the wooden huts which served as our Headquarters at El Adem, Westphal and I viewed the situation with increasing anxiety.

THE SECOND BATTLE OF SIDI REZEGH

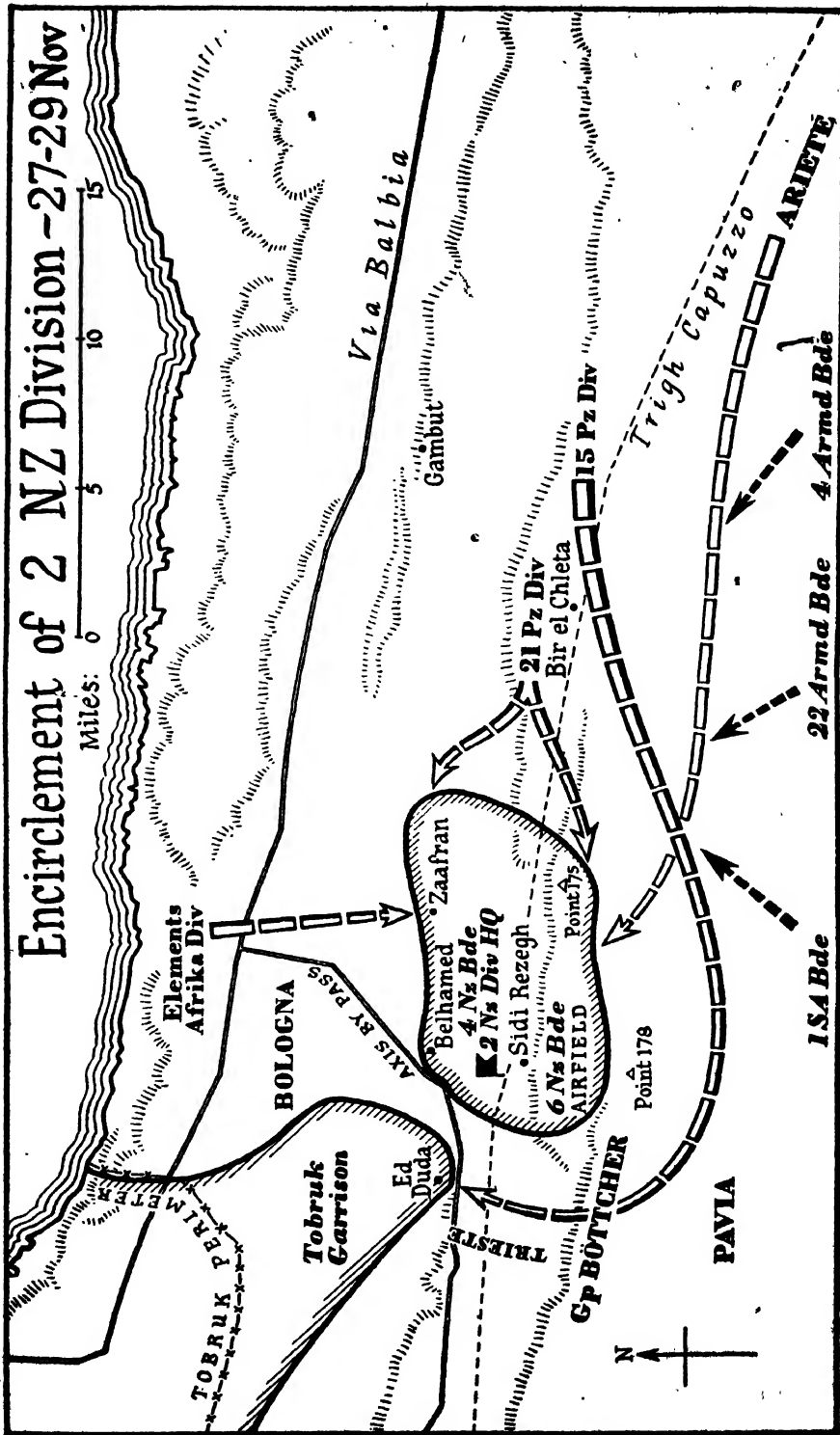
On 26 November the Tobruk garrison smashed through our lines of investment, and got on top of the escarpment at Ed Duda; the previous night the New Zealanders had captured Belhamed after very savage fighting. This enabled the enemy to form a corridor between the New Zealanders and Tobruk and he proceeded to consolidate his positions at Belhamed and Ed Duda with artillery and heavy tanks.

In this crisis Westphal—unable to contact Rommel or Afrika Korps Headquarters—took the responsibility of sending a signal direct to 21 Panzer; he cancelled all pursuit orders and ordered the division to move towards Tobruk with a view to attacking the rear of the New Zealanders. 21 Panzer passed north of the Sollum minefields and on the evening of 26 November attacked and overran positions of 5 N.Z. Brigade near Fort Capuzzo, where contact was made with 15 Panzer. This division had concentrated towards Bardia in order to replenish fuel and ammunition.

In spite of the very critical situation around Tobruk, Rommel persisted in his operations on the Sollum front. On 27 November he did order 21 Panzer to move towards Tobruk, but 15 Panzer was told to advance south from Bardia, and destroy the enemy forces on the line Sidi Omar-Capuzzo. Early on the morning of the 27th, Panzer Regiment 8 surprised the Headquarters of 5 N.Z. Brigade at Sidi Azeiz; the brigade commander, 800 prisoners, six guns and a great quantity of baggage were captured by 15 Panzer. Satisfied with this notable success, Rommel decided to leave the Sollum front and ordered 15 Panzer to press westwards towards Tobruk.

Thus on 27 November Rommel renewed the Battle of Sidi Rezegh, but under conditions which were far less propitious than three days before. The New Zealanders had made a firm junction with the Tobruk garrison, and our forces in that quarter were gravely weakened. The Afrika Korps had accomplished nothing decisive on the Frontier and was only a fraction of the magnificent force which had entered the battle on the 18th. The British armour had been given a respite; many tanks had been salvaged, large tank reserves had been sent up from Egypt, and 4 and 22 Armoured Brigades were

Encirclement of 2 NZ Division - 27-29 Nov



again formidable fighting formations. The Royal Air Force dominated the battlefield, and our unprotected columns were repeatedly hit.

On the afternoon of 27 November 15 Panzer won an important victory over 4 and 22 Armoured Brigades in the area of Bir el Chleta.* 21 Panzer had been held up on the Via Balbia, but now swung south to join 15 Panzer on the Trigh Capuzzo. Although our panzer divisions were much weakened, they were concentrated, while the British forces were widely scattered and poorly co-ordinated.

On the evening of 27 November Rommel reached Gambut and succeeded in making direct wireless contact with our Headquarters at El Adem. Westphal explained that the Tobruk front was on the verge of collapse and that he had had great difficulty in preventing the Italian commanders from ordering a general withdrawal.† The Commander-in-Chief was now fully enlightened about the dangers of his situation, but with characteristic pugnacity he sought to turn defeat into victory, and made preparations to attack and destroy 2 N.Z. Division. On the morning of the 28th he flew to El Adem where he was in a better position to co-ordinate the battle as a whole. His arrival was a tremendous relief to us, and particularly to Westphal, who as a Lieutenant-Colonel had had to handle senior Italian corps commanders.

There was no heavy fighting on 28 November. 15 Panzer, advancing from the east, fought its way to the Sidi Rezegh escarpment, and repulsed British armour pressing up to Sidi Rezegh from the south. On the evening of 28 November General Cruewell ordered the Afrika Korps to attack next day and drive the New Zealanders into Tobruk. 21 Panzer was to attack through Zaafran towards Belhamed, 15 Panzer through Sidi Rezegh towards Ed Duda, while Ariete was to cover the southern flank. These intentions were reported to us by wireless.

Rommel was opposed to Cruewell's plan and wanted the Afrika Korps to cut the New Zealanders off from Tobruk, and not to drive them into the Fortress. Accordingly at midday on the 29th Cruewell ordered 15 Panzer to make a detour to the south-west of Sidi Rezegh, and then advance to attack Ed Duda from the south-west. 21 Panzer and Ariete were unable to play the role assigned to them, for they were heavily

* *Editor's note.* Tactically the fighting was in favour of the British, but at nightfall the two armoured brigades withdrew south to leaguer, and so gave the Germans free passage along the Trigh Capuzzo.

† It should be noted that the Italian troops in the Tobruk area, and particularly Trieste Division, fought extremely well during this period.

attacked by British armour.* 15 Panzer captured Ed Duda during the afternoon of the 29th after a bitter struggle, but the enemy counter-attacked after dark and drove the divisional rifle regiment off this commanding position. During the day Rommel went personally to Afrika Korps Headquarters and insisted that the New Zealand Division should be destroyed in the open field, and not be driven into Tobruk.

The situation was now extremely complicated and confused, and both sides were almost at the end of their tether. The conditions were very severe; the troops were fighting in bitterly cold weather, and in waterless country where the normal supply system had virtually broken down. 2 N.Z. Division was almost encircled by our armour—15 Panzer on the west, 21 Panzer on the east, and Ariete on the south—but strong British armoured forces threatened to overwhelm our covering troops on the southern flank, and 1 S.A. Brigade was coming up to reinforce them. The Tobruk garrison had suffered considerable losses, but was still a very formidable force. In the circumstances Rommel's decision to continue the battle until he had wiped out the New Zealanders is a striking proof of his will power and determination.

During the morning of the 30th 15 Panzer was moved away from Ed Duda—where the enemy was obviously in considerable strength—and got into position to make an attack from the south on the escarpment at Sidi Rezegh, in co-operation with mixed battle groups of Afrika Division. In spite of pleas for a postponement Rommel insisted on the attack going in that afternoon, and his resolution was justified. By evening we had captured the New Zealand positions at Sidi Rezegh, with six hundred prisoners and twelve guns. 21 Panzer and Ariete beat off relieving attacks by the British armour from the south and south-east, and that night 1 S.A. Brigade made a tentative attack near Pt. 175 which was easily repulsed.†

Our success on 30 November made the position of the New Zealanders untenable, and on 1 December General Freyberg, their indomitable commander, gave orders for a break-out to the south-east. Assisted by 4 Armoured Brigade, he managed to extricate part of his division, although during the day we captured another thousand prisoners and twenty-six guns. 7 Armoured Division, 2 N.Z. Division, and 1 S.A. Brigade now

* During the day General von Ravenstein, the commander of 21 Panzer, drove into the New Zealand lines and was taken prisoner. On 29 November Ariete was put under command of Afrika Korps and fought bravely and well.

† *Editor's note.* Brigadier 'Dan' Pienaar, the South African commander, was understandably cautious after the experience of 5 S.A. Brigade at Sidi Rezegh. Moreover, the brigades of 7 Armoured Division were handled with similar caution.

broke away from the Sidi Rezegh area, and moved south to regroup. Tobruk was again isolated, and on paper we seemed to have won the *Crusader* battle. But the price paid was too heavy; the Panzergruppe had been worn down, and it soon became clear that only one course remained—a general retreat from Cyrenaica.

THE WITHDRAWAL FROM CYRENAICA

It was characteristic of Rommel that he was reluctant to accept the hard facts of the situation. Indeed on 3 and 4 December he ordered detachments of the Afrika Korps to advance on Bardia; his aim was to bring supplies to that Fortress, and he still hoped to drive the enemy forces on the Sollum front into the minefields. But the bulk of the Afrika Korps had to remain in the Sidi Rezegh area to reorganize, and in consequence the detachments were too weak to relieve Bardia and had to return. On the morning of 4 December 21 Panzer tried to capture Ed Duda, where the Tobruk garrison was strongly entrenched. This attack broke down.

On 4 December we received reports of the concentration of 4 Indian Division at Bir el Gubi—2 S.A. Division relieved them on the Sollum front—and strong enemy columns were reported in the area of Bir Hacheim and El Adem. Indeed that day our own Headquarters at El Adem was harassed by armoured cars and artillery advancing from the south. The supply position was causing grave anxiety, and we were at a hopeless disadvantage in the air. Accordingly Rommel decided on 4 December that the investment of Tobruk could not be maintained, and that we must fall back to a new line running south-west of the Fortress.

It was no easy matter to extricate our troops and material on the eastern sector of Tobruk, and to cover the withdrawal the Afrika Korps advanced towards Bir el Gubi on 5 December. In confused fighting between 5 and 7 December the Afrika Korps held its ground against very superior British forces—principally 7 Armoured Division and 4 Indian Division—and gained time for a further retirement to a line running south of Gazala.* On the night 7/8 December the Afrika Korps broke away from the enemy, and fell back to cover the southern flank of the Gazala position. On 9 December Afrika Division † was sent off to Agedabia, 100 miles south of Benghazi, in order to protect that area against 29 Indian Brigade, which had

* This line had been fortified by the Italians earlier in the year.

† Renamed 90 Light Division on 15 December.

captured Jalo, and was threatening to cut our line of communication with Tripoli. At this stage Rommel still hoped to hold Eighth Army on the Gazala Line.

The battle of Gazala began on 11 December and continued until the 15th. Although the British attacks were repulsed, it became clear that the fighting power of the Italians had decreased to an alarming degree; we were in danger of exhausting our last stocks of ammunition, and were in no condition to meet a strong armoured thrust around the southern flank. On 15 December Rommel held a conference with Field-Marshal Kesselring, whom Hitler had recently appointed as Commander-in-Chief South,* General Cavallero, the Italian Chief of Staff, and General Bastico, the Commander-in-Chief in North Africa.

The discussions were exceedingly lively. Rommel pointed out his difficulties and losses, and said that he must withdraw from Cyrenaica and reorganize his army in the Mersa Brega bottleneck. To the Italian generals this announcement came like a bolt from the blue, and even Kesselring was taken aback. Bastico broke out in angry criticism, and formally forbade any further retreat. Finally Rommel got his way, but not before the two generals had indulged in much undignified recrimination.

The withdrawal was carried out with great skill, under cover of strong rearguards. The Royal Air Force was our principal enemy, for the Eighth Army had been fought to a standstill. Rommel's main anxiety was that the enemy would make a strong armoured thrust across the desert and get astride our line of retreat; however, this threat did not develop. The arrival of 15 Panzer south of Benghazi on the evening of 20 December was a great relief to Rommel and orders were now given to concentrate on the Agedabia position. Very fortunately a tank transport got into Benghazi on 17 December, and brought up the strength of 15 Panzer to forty tanks.

On 23 December leading elements of 7 Armoured Division tried to cut the Via Balbia between Benghazi and Agedabia. The British had split up their armour in various columns, separated by wide intervals, and 15 Panzer was able to beat them in detail. On 24 December we evacuated Benghazi.

On 26 December the British advanced against our positions at Agedabia. The Afrika Korps now had seventy tanks and the enemy's initial attacks were easily held. British armoured forces tried to envelop the Agedabia positions by an attack

* Kesselring had no operational authority over Rommel, but was responsible for his supplies and air support.

from the south-east, but Afrika Korps made a most effective counter-attack on 28 December, destroyed a large number of tanks, and drove the British in confusion from the battlefield. Our supply position was now much easier, and we were receiving increased air support. 7 Armoured Division was in poor shape ; it had lost most of its experienced tank crews and was in great need of rest and reorganization. In fact Rommel did not have to withdraw from Agedabia to Mersa Brega ; nevertheless he did so on the night 5/6 January. Events were to show that this was a wise decision.

ROMMEL'S COUNTER-ATTACK

On 11 January 1942 the Panzergruppe concentrated in the Mersa Brega position ; in spite of the heavy losses of the past seven weeks Rommel's strategic position was not unfavourable.* Luftflotte 2 had been transferred from the Russian front to Sicily and Italy, and was able to challenge British air superiority, and give a large measure of close support. The supply position had greatly improved ; on 18 December and 5 January two convoys crossed to Africa under the escort of Italian battleships and brought considerable stocks of fuel and ammunition—moreover the arrival of four panzer companies greatly increased the hitting power of the Afrika Korps. Kesselring subjected Malta to a terrific battering from the air, and the effect was shown by a sharp fall in the total of sinkings on the sea lanes to Tripoli.

In contrast the Eighth Army was now stretched out on a long line of communications, and was still engaged in subduing our positions on the Frontier. Bardia did not fall until 2 January, and Halfaya held out nearly a fortnight longer. These operations absorbed 2 S.A. Division, as well as British medium artillery and heavy tank units, and the delay in opening Halfaya Pass imposed an additional strain on the British supply system.

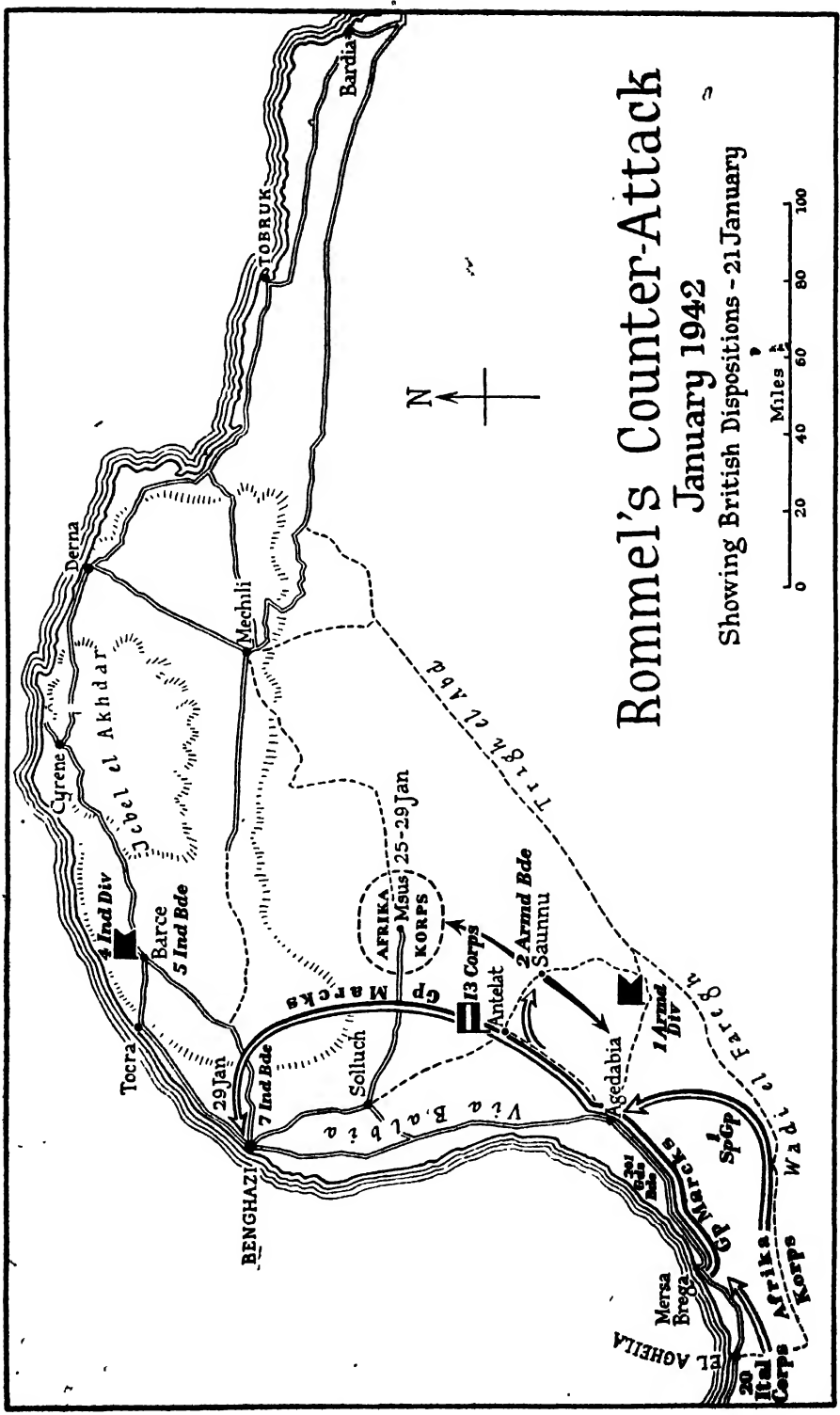
On 12 January a discussion took place at Panzergruppe Headquarters, and I was asked for a detailed appreciation. Thanks to the excellent work of our Wireless Intercept Company I was able to give a fairly clear picture of the British situation and dispositions, and to draw attention to the opportunity of delivering an effective counter-stroke. The tough and experienced 7 Armoured Division had been so mauled

* *Editor's note.* This was accounted for in part by the loss to the British of 'Force K' in mid-December. See Churchill, *The Second World War*, Vol. III, *The Grand Alliance*, p. 512.

Rommel's Counter-Attack

January 1942

Showing British Dispositions - 21 January



in the preceding weeks that it had been withdrawn into the area south of Tobruk, and in its place near Agedabia stood 1 Armoured Division, which was entirely new to desert conditions, and had only recently come out from England. It appeared that 4 Indian Division was still in the Benghazi area with some elements advanced as far as Agedabia.* Information on 1 S.A. Division, 2 N.Z. Division, and 70 British Division was far from clear, but they were certainly not in the forward area.

My calculations showed that the Panzergruppe would enjoy a certain superiority in western Cyrenaica until 25 January; thereafter the balance would be restored and swing in favour of the British.† The Mersa Brega position had some serious defects as Rommel himself had noted when flying over the front, and on the whole it seemed dangerous to remain on the defensive and allow the enemy to gather strength. Certainly the Italian divisions could not stand up to the strain of another heavy defensive battle.

Rommel was fully sensible of these arguments; however, he was somewhat doubtful whether our transport was adequate for an offensive. When satisfied on this point he threw all his energy into the preparations, but insisted that the attack would not succeed unless it came as a complete surprise to the enemy. He decided not to report his intentions to the Italian Comando Superiore in North Africa, nor did he inform the German High Command. The regrouping of our forces was carried out in short night marches; all reconnaissance—particularly by tanks—was forbidden and tanks behind the front were camouflaged as lorries. Movements of motor vehicles towards the front were forbidden in daylight.‡ The Commander of the Afrika Korps was not informed of the plan until 16 January, and his divisional commanders were given their tasks verbally on the 19th. Zero hour was to be 1830 on the 21st.

On the night of 20/21 January the village of Mersa Brega, and a freighter lying stranded in the harbour, were set on fire to give the impression that supply dumps were being destroyed preparatory to another withdrawal.

We advanced in two main assault groups. Group Marcks, consisting of mobile elements of 90 Light Division and some

* Actually 201 Guards Brigade was near Agedabia, in advance of 4 Indian Division. We now know from Auchinleck's *Dispatch* (p. 349) that 4 Indian Division was unable to move up from Benghazi owing to supply difficulties.

† 117 German and 79 Italian tanks were available for the counter-attack. According to Auchinleck's *Dispatch* (p. 351) 1 Armoured Division had 150 tanks.

‡ The German Army has always excelled in security preparations of this kind; for example the success of our great attacks on the Western Front between March and May 1918 was due to similar measures.

tanks of 21 Panzer, moved along the Via Balbia while the Afrika Korps advanced through the desert to the north of the Wadi el Faregh. At first all went well and the Afrika Korps made rapid progress over firm ground, but later that morning the panzer divisions ran into heavy sand dunes, which not only caused great delays but also used up a good deal of petrol. However, the leading tanks captured some British guns and many motor vehicles, which had got bogged down in the sand while trying to escape our advance. On the northern flank Group Marcks drove back weak enemy covering forces, but was delayed by swamps on both sides of the road.

On the evening of 21 January air reconnaissance and wireless intercept indicated that the British were withdrawing in a north-easterly direction and that the bulk of 1 Armoured Division was concentrating east and south-east of Agedabia. The enemy had been taken completely by surprise ; on the other hand our panzer regiments were immobilized for lack of petrol. Rommel decided to place himself at the head of Group Marcks and advance with every available man towards Agedabia ; at all costs the enemy must be given no chance to pull himself together, even if this meant leaving most of our tanks behind. These operations show Rommel at his best—swift, audacious and flexible in his plans.

Driving along the Via Balbia against weak resistance, Group Marcks entered Agedabia at 1100 hours on the 22nd. Rommel himself was at the head of the column and ordered the advance to continue towards Antelat and Saunnu. The spearhead of Group Marcks drove through British supply columns and threw them into wild confusion, and we captured many motor vehicles without meeting any resistance. Antelat was reached at 1530, and without stopping the column swept on to Saunnu regardless of the coming night. At 1930 Saunnu fell after a short struggle, and Group Marcks camped as best it could, surrounded by the enemy, and very uncertain of its situation. The spearhead of 15 Panzer reached Antelat after dark ; both panzer divisions attempted to close up but were delayed by traffic jams.

During the night 22/23 January Rommel issued orders which he hoped would enable us to surround 1 Armoured Division, which appeared to be cut off to the east of Agedabia. The Italian Armoured Corps was to hold the Agedabia area, the Afrika Korps was to try and establish a cordon along the line Agedabia-Antelat-Saunnu, and Group Marcks was to move south-east of Saunnu, and endeavour to close the ring on the eastern flank.

It was an ambitious plan, and was only partially successful. Owing to a serious lapse in staff work at Afrika Korps Headquarters, Saunnu was not occupied by 21 Panzer after the departure of Group Marcks, and the enemy took advantage of this gap to extricate the bulk of 1 Armoured Division. We did succeed in knocking out a considerable number of tanks and guns, but the operations proved yet again how difficult it is to encircle armoured formations in the desert by establishing a cordon. Unfortunately it was not realized on the 24th that the bulk of the enemy had escaped and much time was wasted in sweeping an empty battlefield.

On the evening of 24 January Rommel decided to advance to Msus on the 25th and complete the destruction of 1 Armoured Division. On the right flank 21 Panzer met little opposition, but 6 miles north-west of Saunnu 15 Panzer ran into very superior tank forces. These were overwhelmed by Panzer Regiment 8, closely supported by anti-tank guns and artillery ; it soon became apparent that the British tank units had no battle experience and they were completely demoralized by the onslaught of 15 Panzer. At times the pursuit attained a speed of fifteen miles an hour, and the British columns fled madly over the desert in one of the most extraordinary routs of the war. After covering fifty miles in under four hours 15 Panzer reached Msus airfield at 1100, overwhelming numerous supply columns, and capturing 12 aircraft ready to take off. Further exploitation was impossible as the division was out of fuel, but 96 tanks, 38 guns and 190 lorries were the booty of the day.

These operations decided the campaign in western Cyrenaica, and Rommel was tempted to exploit his success by advancing to Mechili and thus cutting off the units of 4 Indian Division in the Benghazi area and farther north. A move across the open desert, south of the 'Green Mountain' of the Jebel el Akhdar, had proved most fruitful in 1941 and after their crushing defeat the enemy's armoured forces hardly seemed in a position to hold such an advance. Rommel simply did not have the petrol for a massive thrust towards Mechili, and very reluctantly he gave up the idea. Meanwhile Cavallero, the Italian Chief of Staff, had arrived in Africa, and attempted to forbid any further advance ; he even refused Rommel the right to dispose of the Italian 10 and 21 Corps, and ordered them to remain at Mersa Brega.

Rommel insisted on pushing on to Benghazi. He ordered the Afrika Korps to feint in the direction of Mechili—a move which completely misled Ritchie, who concentrated his armour

to meet it. Then taking personal command of Group Marcks, Rommel executed a brilliant march through pouring rain and over very difficult ground to attack Benghazi from the east. Once again the British were surprised and on 29 January Rommel entered the town, after capturing 1,000 prisoners from 4 Indian Division.* This success brought Rommel promotion to Colonel-General. Ironically enough, Mussolini's signal authorizing an advance to Benghazi, reached Rommel when he was entering the place.

General Ritchie, the commander of Eighth Army, was now very glad to withdraw his forces to Gazala, and give up the whole of the Cyrenaican bulge. The Panzerarmee was too weak to do more than follow up, and on 6 February our advance came to a halt before the Gazala position.

* *Editor's note.* 7 Indian Brigade was nearly trapped in Benghazi, but under the determined leadership of Brigadier Briggs broke out to the south-east. Auchinleck and Ritchie had insisted on holding Benghazi, despite the strong objections of General Godwin-Austen, commanding 13 Corps, and General Tucker, commanding 4 Indian Division. See Compton Mackenzie, *Eastern Epic* (Chatto & Windus, 1951), Vol. I, p. 294.

VII

THE GAZALA BATTLES

THE PRELIMINARIES

IN MARCH 1942 Rommel flew to Hitler's Headquarters to discuss future operations in the African theatre. On the whole the visit gave him little cause for satisfaction ; the High Command was engrossed in preparations for the summer offensive in Russia, and the conquest of Egypt had only a small place in their calculations. In particular Halder, the Chief of the Army General Staff, adopted a disapproving attitude towards Rommel's proposals. Hitler was friendly, but made it clear that no major reinforcements would be available for Libya.

Nevertheless the German Supreme Command now understood that something would have to be done about Malta. Grand-Admiral Raeder had always appreciated its significance and he now persuaded Hitler to co-operate with the Italians in taking the island. General Cavallero had been pressing strongly for a combined Italo-German attack, and Hitler agreed to let him have a German parachute division. The landing, known as Operation *Hercules*, was to take place during the full-moon period in June, and as a preliminary Field-Marshal Kesselring was ordered to soften up Malta by continuous air attacks. More than 2,000 tons of bombs were dropped on Malta in March, and nearly 7,000 in April—these terrific attacks compelled the British to withdraw their submarine flotilla, and also eliminated their air force. For the moment Malta's value, as a base of operations, was destroyed, and the supplies of the Panzerarmee were assured.*

At the end of April, Mussolini, Cavallero, and Kesselring visited Hitler at Obersalzberg ; the purpose of the meeting was to discuss strategy in Africa. Rommel wanted to attack the British in Cyrenaica during May and capture Tobruk ; he was anxious for the High Command to take Malta, but if this could not be done before June he preferred to launch his attack on the Gazala Line without waiting for Malta to fall.

* In January 1942 Panzergruppe Afrika was renamed Panzerarmee Afrika.

There was plenty of evidence that Ritchie was getting ready for an offensive, and according to his custom Rommel was eager to strike first. During the meeting at Obersalzberg Hitler and Mussolini agreed to let Rommel attack, but with the important proviso that as soon as Tobruk fell he should stand on the defensive, while the main effort of the Axis forces was directed against Malta.

Rommel spoke confidently about taking Tobruk, but he was faced with a task of immense difficulty. The British Eighth Army was a well-trained and thoroughly organized force; its corps and divisional commanders had plenty of desert experience; the staff was fully acquainted with the problems of mobile warfare, and the signals and supply services were on the usual lavish British scale. The morale and fighting spirit of the troops could not have been better; the question of air co-operation had been seriously considered and the Desert Air Force was in a position to give strong support.* The Eighth Army front from Gazala to Bir Hacheim was protected by immense minefields, of a scale and complexity never yet seen in war, and in rear of the line were the strongly defended fortresses of Tobruk, Knightsbridge and El Adem. The fact that within three weeks of the launching of our offensive this magnificent British Army was reduced to a state of complete rout, must be regarded as one of the greatest achievements in German Military Annals.

The British defeats cannot be ascribed to any inferiority in numbers or equipment. The British infantry divisions were much stronger and better equipped than their counterparts in the Italian 10 and 21 Corps, and although less mobile than our 90 Light were far superior in numbers and hitting power. Auchinleck admits that the British had a great superiority in field artillery and says 'numerically the Eighth Army undoubtedly had a considerable superiority' in tanks, and a 'much larger reserve of tanks to draw on than the enemy'. To oppose the 333 German and 228 Italian tanks, the British armour had a first-line strength of 700 tanks, while their superiority in armoured cars was about 10 to 1.

Moreover the Eighth Army now had about 200 American Grant tanks, mounting a 75-mm gun. These outclassed the 220 Mark IIIs which made up the bulk of our armoured strength, and the only tanks we had to compete with them

* At the beginning of the battle, the two air forces were more or less equal, the British having a first-line strength of 604 and the Germans and Italians of 542. Our Messerschmitt 109 fighters, however, were superior to the Hurricanes and Kittyhawks of the Desert Air Force.

were 19 Mark III Specials with high-velocity 50-mm guns.* Even in anti-tank artillery the British position was much improved with the arrival of the 6-pounder, a weapon superior to our 50-mm, although somewhat inferior to the Russian 76-mm which Rommel was now receiving. In this arm, however, the balance was tilted heavily in our favour by the 88-mm, and by the reluctance of the British to use their 3·7-in A.A. gun in a similar role.

Perhaps, fortunately, we underestimated the British strength, for had we known the full facts even Rommel might have balked at an attack on such a greatly superior enemy.† Owing to the excellent wireless security of the British, and their great superiority in armoured cars, it was very difficult for us to assess their numbers and dispositions. We did not know that 22 Armoured Brigade and 32 Army Tank Brigade were close behind the Gazala Line, nor were we aware of the existence of the Knightsbridge Box held by 201 Guards Brigade. 29 Indian Brigade at Bir el Gubi and 3 Indian Motor Brigade south-east of Bir Hacheim had also escaped our attention, and it was not realized that the main Gazala mine-belt had been extended from the Trigh el Abd as far south as Bir Hacheim. Our lack of information is a tribute to the security and camouflage of Eighth Army.

Only in very rare cases can an army obtain a complete picture of the enemy's situation before an attack is launched, even when reconnaissance has been detailed and thorough. Wireless silence, misleading information from agents, standing patrols, and defensive screens by land and air, make reconnaissance difficult. Therefore offensive plans must be flexible, and once the attack has begun commanders and troops must be ready to adapt themselves to rapidly changing situations. In principle, estimates of enemy dispositions only hold good until the first clash—as the great Moltke said, 'No plan survives contact with the enemy.'

Rommel decided on a bold and relatively simple plan. The German 15 Rifle Brigade,‡ and the Italian 10 and 21-Corps, were to advance directly against the Gazala Line and assault the front held by 1 S.A. and 50 British Divisions. The Axis formations on this front were to be commanded by

* The Panzerarmee also had 4 Mark IV Specials but these had no ammunition at the beginning of the battle. From June onwards this excellent tank began to arrive in increasing numbers.

† Contrary to a statement in Rommel's *Krieg ohne Hass* (p. 130), we did know that the British were receiving Grant tanks, about which our Intelligence appreciation of 20 May included a full description.

‡ Two regimental groups of 90 Light Division.

General Cruewell, and were to be known as 'Group Cruewell'; I was appointed as Ia to the group. The main striking force was to be led by Rommel in person, and consisted of Afrika Korps (now commanded by General Walter Nehring), the Italian 20 Corps (Ariete Armoured Division and Trieste Motorized Division) and 90 Light Division; the striking force was to make a rapid night march, advance round the Gazala Line to the Acroma area, and then attack the British forces from the rear. 90 Light and the reconnaissance units were to advance to El Adem and cause disruption on the British supply routes.

At first Rommel thought it would be possible to capture Bir Hacheim during the initial advance, and the thrustline of the Afrika Korps was drawn to pass through the place. In the final version of the plan, known to us as *Caso Venezia*, the Afrika Korps and 90 Light were directed well south of Bir Hacheim, but Ariete on the northern flank was to move close to the strongpoint, and make an attempt to capture it. Events were to show that our attitude towards Bir Hacheim was far too casual, and that the capture of the place was a *sine qua non* for any successful operation behind the Gazala Line. Once our main armoured forces had gone round, Bir Hacheim was in a position to serve as a base for attacks on our supply convoys, and in fact it did so very effectively. In my opinion both 90 Light and the Italian Armoured Corps should have attacked Bir Hacheim on the first day of the assault, with strong Luftwaffe support.

The question arises whether Rommel's plan was unsound or over-daring. It is arguable that he should have made an attack in the centre of the Gazala Line, along the Trigh el Abd or Trigh Capuzzo. Such an attack, however, would have run into 1 and 7 Armoured Divisions, fighting under the protection of dense minefields, and supported by artillery in well-defended boxes. I am rather surprised that such an eminent soldier as Field-Marshal Auchinleck should have suggested to Ritchie (in a letter dated 20 May) that this was the most probable line of our advance, for in my opinion such an attack would have had no chance whatever. Rommel's only hope of victory lay in mobile warfare, where the excellent training of his troops and commanders might enable him to out-manceuvre the British, and concentrate superior forces against isolated detachments. It is certainly arguable, however, that Rommel should have limited his enveloping movement to gaining the line Naduret el Ghesceuasc--Bir el Harmat, instead of ordering his panzer divisions to reach the Acroma

area on the first day. This over-ambitious objective caused our striking force to be split up over a wide area, and presented the British with excellent opportunities for a counter-attack. It was a mistake to send 90 Light and our reconnaissance units as far away as El Adem ; it is true that they caused considerable confusion in the British rear areas but they were too weak to achieve decisive results, and dispersed our striking force.

The Eighth Army was divided into two corps—13 commanded by General Gott, and 30 commanded by General Norrie. 13 Corps controlled 1 S.A. and 50 British Divisions holding the northern sector of the Gazala Line, 2 S.A. Division and 9 Indian Brigade in Tobruk, and the El Adem Box (held by a battalion of 9 Indian Brigade). 1 and 32 Army Tank Brigades were under command of this corps, and were in close support of the northern sector of the Gazala Line.

30 Corps commanded 1 Armoured Division (2 and 22 Armoured Brigades and 201 Guards Brigade), 7 Armoured Division (4 Armoured Brigade and 7 Motor Brigade), 1 Free French Brigade holding Bir Hacheim, 29 Indian Brigade holding Bir el Gubi, and 3 Indian Brigade, which came up just before the battle to establish a new box south-east of Bir Hacheim. 201 Guards Brigade was ordered to hold the Knightsbridge Box, and 7 Motor Brigade, in addition to forming a reconnaissance screen to the west of Bir Hacheim, established a box at Retma.

1 Armoured Division was grouped astride the Trigh Capuzzo, and 7 Armoured Division was farther south, ready to deal with a thrust round Bir Hacheim. These dispositions conformed to a sound principle of armoured warfare, namely, never to put armoured divisions under the command of infantry formations holding defensive positions but to leave them free for a concentrated counter-attack. Unfortunately for the British, however, they had allowed 201 Guards Brigade to get tied up in the defence of the Knightsbridge Box, and throughout the battle this brigade was unable to support 1 Armoured Division in the field and was tied down to a static role. 7 Motor Brigade was certainly mobile, but its effectiveness was nullified by splitting up the brigade in independent columns which never co-operated with the divisional armour on the battlefield. A motor brigade is an integral part of an armoured division and its existence is only justified if it works in close co-operation with the armoured brigades.

Auchinleck's letter of 20 May indicated to Ritchie that our attack would probably be delivered along the Trigh Capuzzo ; however, he did not discount the possibility of a turning

movement round Bir Hacheim, and the letter contained some excellent advice. The Commander-in-Chief warned Ritchie to concentrate both armoured divisions astride the Trigh Capuzzo, and said :*

It does not look from the map as if this would be too far north to meet the main attack should it come round the southern flank. . . . I consider it to be of the highest importance that you should not break up the organization of either of the armoured divisions. They have been trained to fight as divisions, I hope, and fight as divisions they should. Norrie must handle them as a corps commander, and thus be able to take advantage of the flexibility which the fact of having two formations gives to him.

There was much to be said for Auchinleck's proposal, for a concentration of the two British armoured divisions between Knightsbridge and Bir el Harmat would have enabled 30 Corps to deal very effectively with a thrust along the Trigh Capuzzo or a turning movement round Bir Hacheim. Alternatively, 7 Armoured Division might have been placed at Bir el Gubi ready to take the turning movement of the Afrika Korps in flank, while 1 Armoured Division fought a delaying action to the east of Bir el Harmat. The alternative solution looks attractive, but I am inclined to doubt whether the standard of training in the British armoured divisions was adequate for such a manoeuvre. In the circumstances the Eighth Army would have done well to adopt the simple and thoroughly sound solution suggested by Auchinleck.

Ritchie, however, did not follow this advice, with the result that on 27 May his armoured brigades were committed to battle one after the other, and neither corps nor divisional headquarters had any control over the fighting.

THE ASSAULT

During 26 May our armoured forces moved to a concentration area east of Rotonda Segnali ; morale was superb and even the dense dust-storms raised by the khamsin were welcome, for they helped to conceal our movements. That afternoon Group Cruwell advanced against the Gazala Line, and opened a heavy bombardment of the South African and British positions—we wished to convey the impression that the great offensive was coming in that sector.

After dark Rommel put himself at the head of the Afrika Korps, and taking advantage of the bright moonlight the

* *Dispatch* (p. 391).

great march began. The move of this column of several thousand vehicles had been prepared in minute detail; compass bearings, distances and speeds had been carefully calculated; dim lights concealed in petrol tins indicated the line of march, and with the smoothness of a well-oiled machine the regiments of the Afrika Korps swept on to their refuelling-point south-east of Bir Hacheim. Rommel says in his memoirs that he was in a state of 'high tension' when his vehicles took the road, and indeed the whole Afrika Korps was thirsting for battle and confident of victory.

At the time the Afrika Korps thought it had taken the British completely by surprise, for there was no sign of their reconnaissance troops. We know now, however, that 4 S.A. Armoured Car Regiment was keeping the move under close observation, and was signalling detailed reports to 7 Motor Brigade and Headquarters 7 Armoured Division. These reports seem to have had little effect, for when our panzers attacked at dawn they met no organized opposition.

On the left flank Ariete overwhelmed 3 Indian Motor Brigade, and on the right 90 Light and the reconnaissance units swept over the Retma Box, which was only partly manned by 7 Motor Brigade. 15 Panzer in the centre caught 4 Armoured Brigade while still deploying for battle; the Headquarters of 7 Armoured Division was captured on the move* and the divisional supply echelons were overrun or dispersed. It is true that 15 Panzer suffered severe losses in the fighting with 4 Armoured Brigade and were glad when 21 Panzer came up on their left flank, but on the British side 8 Hussars were destroyed as a fighting unit, and 3 Royal Tanks lost sixteen Grants. We had in fact inflicted a shattering defeat on the famous 7 Armoured Division, which made off as best it could towards Bir el Gubi and El Adem. 90 Light and the reconnaissance units followed in hot pursuit.

The British failure was due purely and simply to the inability of their command to concentrate and co-ordinate the armoured and motorized brigades. But 1 Armoured Division did little better. At 0845 22 Armoured Brigade (then in position ten miles south of the Trigh Capuzzo) was ordered to move south—it would have been better if it had retired north to join 2 Armoured Brigade on the Trigh Capuzzo. 22 Armoured Brigade was caught on the move by the Afrika Korps, and was severely handled in a concentric attack by 15 and 21 Panzer

* General Messervy, the divisional commander, was taken prisoner, but concealed his identity and escaped the next day. He had commanded 1 Armoured Division during the January disaster.

Divisions. The rearguard, however, inflicted heavy casualties on our panzers, and it became clear that the Grant tank was a far more formidable fighting vehicle than any the Afrika Korps had yet encountered.

At this stage Rommel thought that the battle was won ; he congratulated Nehring and ordered him to press on, but in fact there were some unpleasant surprises in store. At noon the Afrika Korps was attacked by 2 Armoured Brigade when trying to cross the Trigh Capuzzo east of Knightsbridge ; 1 Army Tank Brigade entered the battle west of Knightsbridge and the assault of these two brigades, unco-ordinated though it was, disrupted the advance and brought Rommel close to defeat.

The Grants and Matildas charged home recklessly—our tanks took a severe hammering, one rifle battalion suffered such losses that it had to be disbanded, and the supply columns were cut off from the panzer divisions. It is true that our anti-tank gunners exacted a heavy toll, but in some cases the British tanks forced their way up to the very muzzles of the guns and wiped out the crews. When night fell 15 and 21 Panzer Divisions 'hedgehogged' between Rigel Ridge and Bir Lefa ; their position was very critical, for more than a third of the tanks were out of action, and 15 Panzer had almost exhausted its ammunition and fuel. Ariete had failed to take Bir Hacheim, and leaguered near Bir el Harmat. 90 Light, after reaching the El Adem crossroads, had been counter-attacked by 4 Armoured Brigade and was forced to 'hedgehog' south of El Adem.

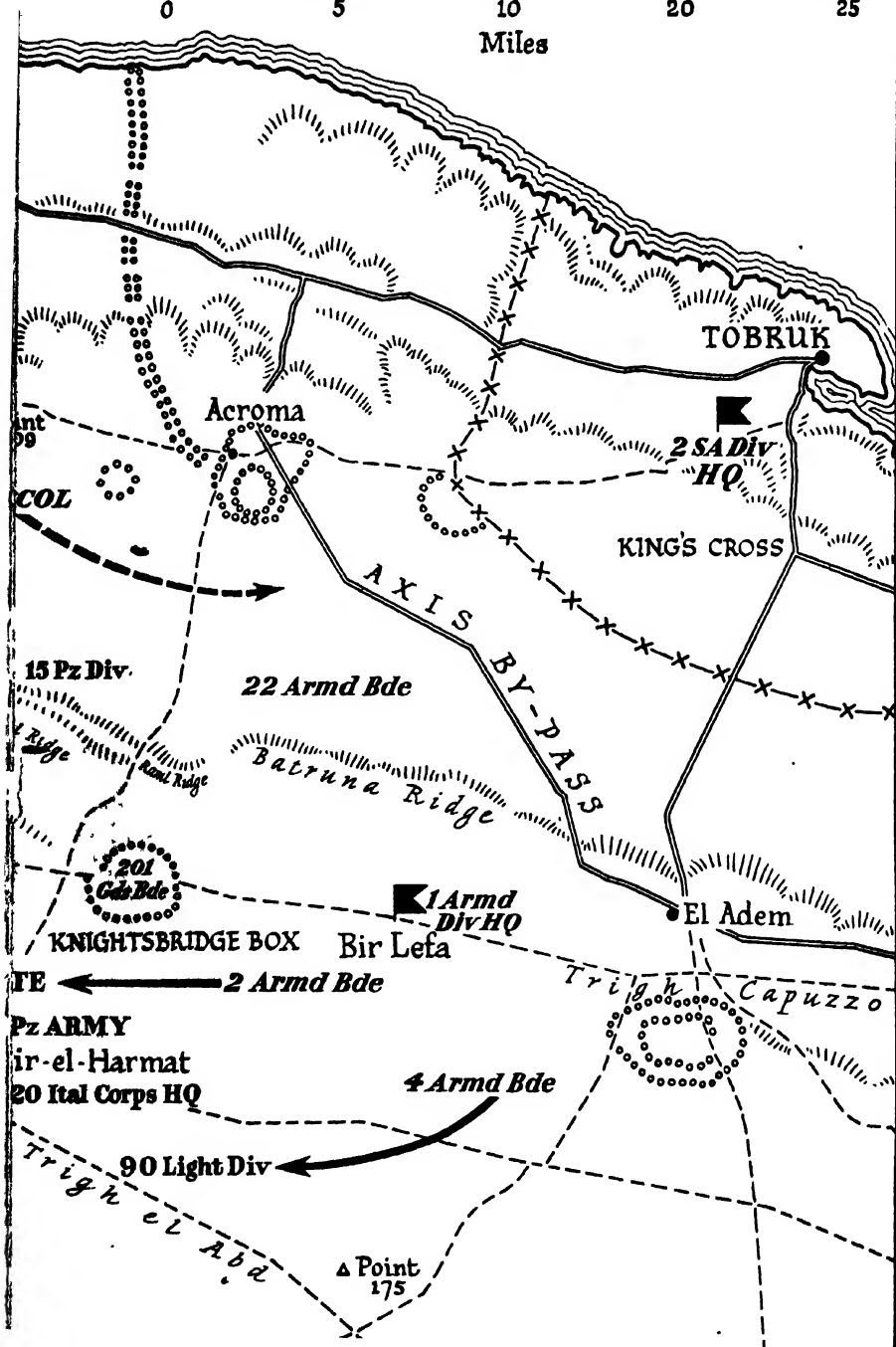
The supply route of the Panzerarmee was completely exposed to British light forces based on Bir Hacheim and Bir el Gubi, and in spite of the initial reverses of the day, Eighth Army was in a position to win a crushing victory.

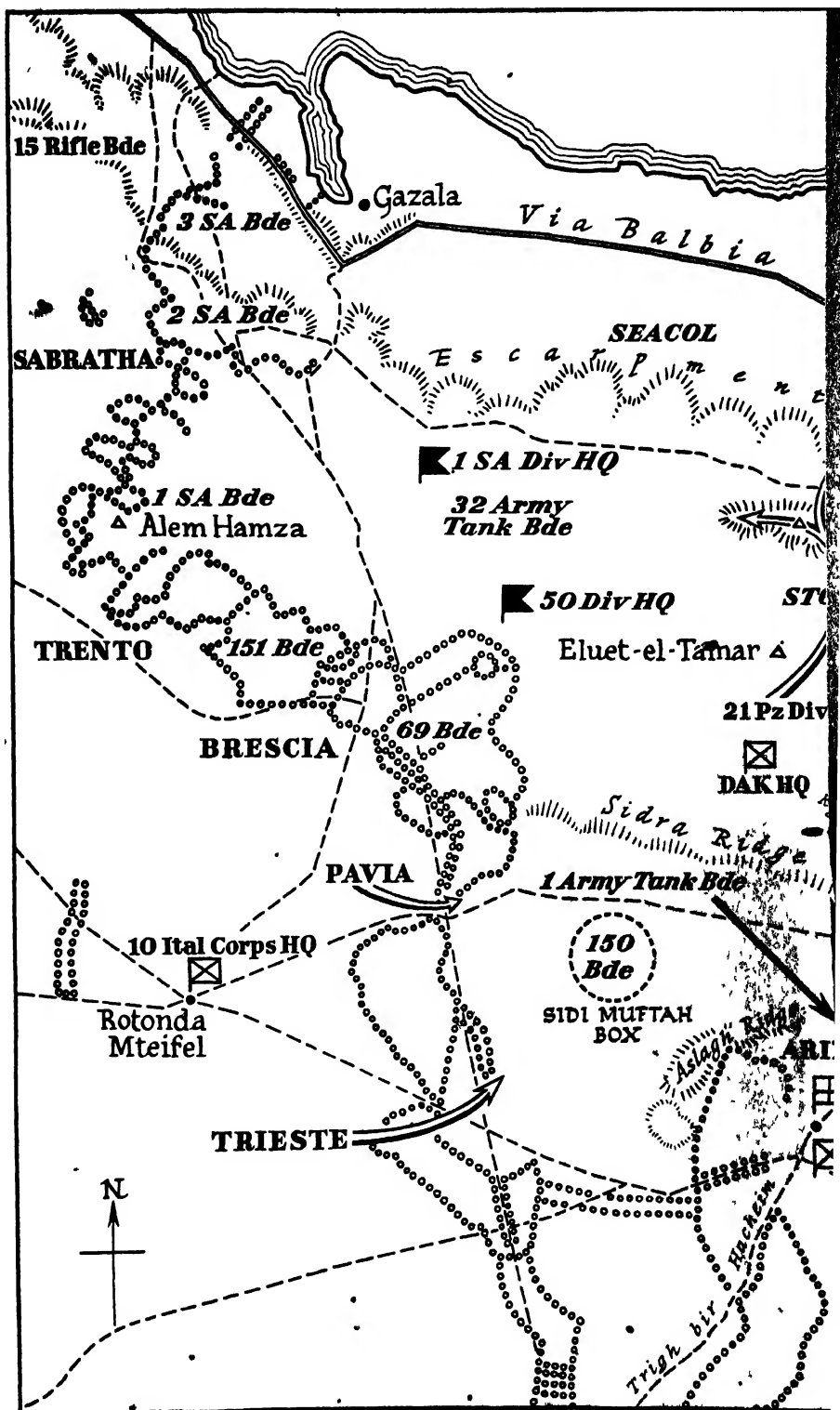
On 28 May Ritchie should have concentrated his armoured forces in order to destroy the Afrika Korps by a concentric counter-attack. Admittedly the British armour had lost heavily in the fighting on the 27th, but 32 Army Tank Brigade with 100 heavy infantry tanks had not been engaged—this was a situation in which a fresh and untouched tank formation could have intervened with decisive effect. The main thing, however, was to co-ordinate the armoured brigades, and direct them on a common objective. At all costs Ritchie should have kept his armour across our supply routes.

The operations on the 28th furnish a striking example of the breakdown of command on the British side. 22 Armoured Brigade spent the day 'observing' 15 Panzer on Rigel Ridge,

The Mêlée - 28 May 1942

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Miles





while 4 Armoured Brigade confined itself to harassing 90 Light, which was well-provided with anti-tank guns and could have been left alone. 1 Army Tank Brigade and 2 Armoured Brigade operated south of Knightsbridge and inflicted casualties on Ariete ; 32 Army Tank Brigade did nothing at all and remained behind the front of 1 S.A. Division.

Rommel remained unshaken by the events of the 27th, and on the 28th he ordered the Afrika Korps to resume the northward advance. 15 Panzer had no petrol and could not move, but 21 Panzer routed a British column north of Rigel Ridge, and reached the escarpment overlooking the Via Balbia. Rommel himself was not with the Afrika Korps during the day ; his headquarters were at Bir el Harmat and British tanks blocked the way when he tried to get through to Rigel Ridge. During his absence Panzerarmee Headquarters was dispersed by British armour, and the supply columns tried in vain to find a safe route across the Trigh Capuzzo.

During this phase I was at Cruewell's Headquarters west of Gazala ; we received an urgent appeal from Panzerarmee to breach the Gazala Line and join hands with the Italian 20 Corps near Bir el Harmat. The warm reception which our probing attacks had met with on 27 and 28 May did not promise success ; nevertheless Cruewell ordered a large scale attack by the Sabratha Division against the South African front on the 29th. The Italians moved up during the night and at dawn delivered a determined attack on the South African positions near Alam Hamza. They were received by a terrific fire, the minefields could not be pierced, and 400 men were cut off by the South African barrage and taken prisoner.

On the morning of the 29th the position of the Afrika Korps was becoming desperate, but the situation was saved by Rommel's personal leadership. Taking command of the supply columns he led them through a gap he had observed the previous evening, and brought them safely to 15 Panzer at Rigel Ridge. Rommel now set up his Battle Headquarters with the Afrika Korps, and struck fiercely at 2 Armoured Brigade, which was moving west from Knightsbridge and trying to drive a wedge between Ariete to the south of the Trigh Capuzzo, and the two-panzer divisions to the north.

The battle which followed was one of the most critical of the campaign ; a British account * describes it as ' probably the stiffest day's fighting of all ', and goes on to say, ' the Grants were shooting magnificently and time after time brought the

* J. Bright, *9th Queen's Royal Lancers, 1936-1945 : The Story of an Armoured Regiment in Battle* (Gale & Polden, 1951), p. 73.

squat black Mark IIIs and IVs to a standstill'. 22 Armoured Brigade came up to assist 2 Armoured Brigade, but very fortunately for us 4th Armoured Brigade remained in Corps reserve near El Adem until the late afternoon, when it moved towards Bir el Harmat to skirmish with 90 Light. A hot wind and whirling sandstorms added to the strain on the tank crews, and by evening both sides were glad to call off the battle. In spite of considerable casualties in the panzer divisions, the day ended in our favour, for 90 Light, Ariete, and the Afrika Korps were now in close contact. The British armour had suffered heavily—once again their command failed to co-ordinate the tank brigades.

But the supply factor continued to dominate the situation. Although Rommel had led convoys through to the Afrika Korps on the morning of the 29th, it had become clear that the supply route round Bir Hacheim was far too long and precarious. On the evening of 29 May the Afrika Korps was almost out of ammunition and many vehicles had empty petrol tanks; it was impossible to continue the original plan of attacking the Gazala Line from the rear. Rommel decided to retire towards Sidi Muftah, clear a gap in the British mine-fields, and re-open direct communication with Group Cruewell and the main line of supply. This did not mean that Rommel regarded the battle as lost. On the contrary, his stubborn and courageous personality was at its best in such a situation. He was prepared to make a limited withdrawal, but once his supplies were assured Rommel intended to sally forth again and seek a decisive victory over the Eighth Army.

THE 'CAULDRON'

On 29 May General Cruewell was shot down while flying over the Gazala positions to visit the Italian 10 Corps; his capture by the British left me in temporary control of Group Headquarters. Very fortunately Field-Marshal Kesselring arrived—he wanted to know how the battle was going—and I asked him to take command of the Group until Rommel could make other arrangements. Kesselring was amused, and remarked that as a Field-Marshal he could hardly take orders from Colonel-General Rommel. But I pointed out that it would not suit us to have an Italian general in command of Group Cruewell at such a critical juncture, and Kesselring agreed to take the command for a few days.* It was one of

* Kesselring refers to this incident in his book, *Soldat Bis Zum Letzten Tag*, p. 171.

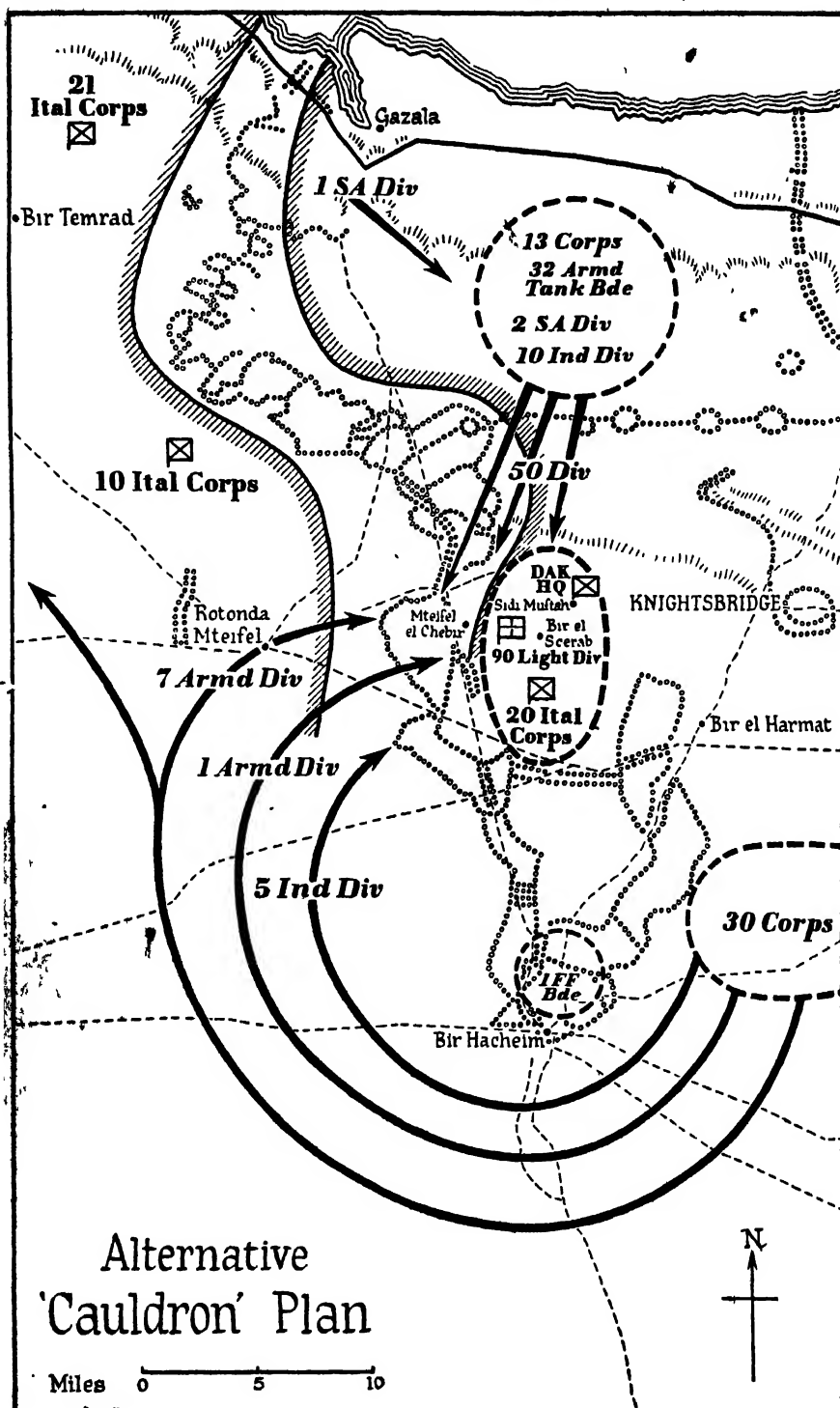
the few occasions in the war when I was brought into close contact with this great German soldier, whose conduct of the Italian campaign will always be regarded as a masterpiece of defensive strategy.

Although Group Cruewell's attacks on the South African front had been foiled, the Italian 10 Corps succeeded in opening gaps through the minefields in the area of the Trigh Capuzzo. The British 50 Division was stretched out on too wide a front, and there was a fifteen-mile gap between 150 Brigade at Sidi Muftah and the Free French at Bir Hacheim; thus many sectors of the British 'mine marshes' were uncovered by fire. In designing the Gazala Line the British Command had neglected the elementary tactical principle that 'a minefield by itself means nothing, it is the fire that covers a minefield which counts'. The gaps made by the Italians were to be of great value to Rommel when he withdrew to the Sidi Muftah area on 30 May.

On the afternoon of 30 May, Rommel himself drove through the minefield to confer with Kesselring and Hitler's personal adjutant, Major von Below. The situation of the Panzerarmee was still very critical, for 150 Brigade was strongly entrenched at Sidi Muftah, and was keeping the minefield gaps under continuous artillery fire. Rommel believed that the British would at once launch a full-scale armoured attack, and in view of the grave shortage of ammunition in the Afrika Korps we would have been hard put to repulse it. On the morning of the 30th, General Lumsden, the commander of 1 Armoured Division, did order an attack by 2 and 22 Armoured Brigades, but after suffering casualties from 88-mm and anti-tank guns, the British became discouraged and did not persist. 4 Armoured Brigade was again absent at a critical moment—engaged chiefly in looking for some of our tanks and transport stranded near Bir Hacheim—and at the end of the day Rommel had formed quite a strong front on the Aslagh and Sidra ridges, to enclose the area afterwards known as the 'Cauldron'.

On 30 May Rommel invested the 150 Brigade box at Sidi Muftah, and the following day he attacked with 90 Light, Trieste, and strong detachments of the Afrika Korps. The British infantry resisted stubbornly in skilfully sited positions, and were gallantly supported by heavy Matildas of 44 Royal

* Colonel R. M. P. Carver, one of the leading British experts on armoured warfare, has said of this attack: 'The armour generally had no proper tactics of attack, based on location and destruction of the enemy. In this case the whole of 1 Armoured Division was held at bay all day by rearguards based on 88-mm anti-tank guns, which were very vulnerable to H.E. fire.'



Tank Regiment. The actual break-through into the perimeter was led by Rommel in person ; he went forward when the infantry of 21 Panzer were held up and took over the leading platoon. By 1 June the brigade had expended its ammunition and resistance collapsed ; we took 3,000 prisoners and 124 guns of all types. While this desperate contest was in progress Eighth Army made no attempt to interfere, apart from spasmodic air attacks on the minefield gaps.

The elimination of 150 Brigade greatly eased Rommel's position, and on 2 June he sent 90 Light and Trieste southwards to attack Bir Hacheim. Warned by the failure of his initial attack Rommel had decided to follow a methodical plan, and eat up the Eighth Army positions one by one. At this stage I was ordered to return to his Headquarters and take over as Ia (Chief Operations Officer) from Lieutenant-Colonel Westphal, who had been wounded during the fighting at Sidi Muftah.*

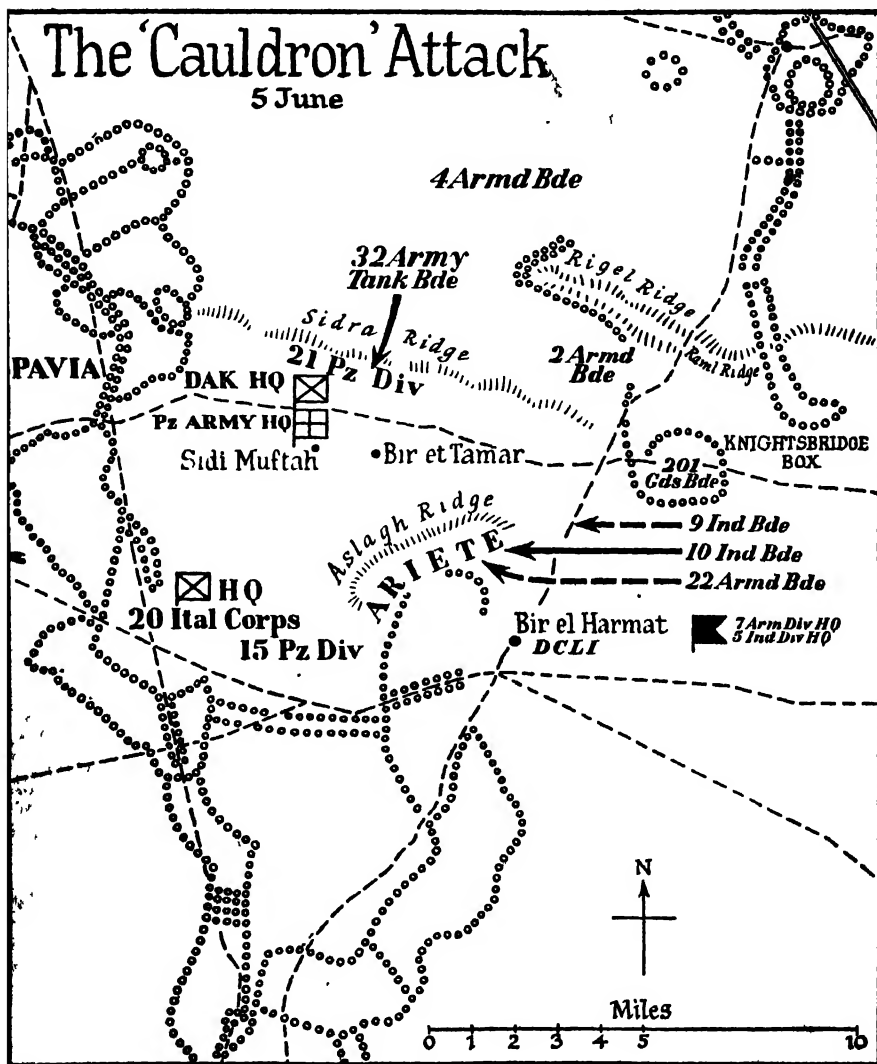
Between 2 and 5 June we invested Bir Hacheim, and prepared ourselves for the British attack, which to us seemed to be very long in coming. Before actually dealing with the great battle of the ' Cauldron ', I propose to consider the courses open to the British ; my excuse for doing so is that the military situation at Gazala at the beginning of June 1942 was one of the most interesting in my experience.

On 2 June, after the destruction of 150 Brigade, General Ritchie signalled to Auchinleck ; he said he was ' much distressed ' at this event but that he considered his situation was ' favourable ' and ' getting better daily '. In reply Auchinleck said that he regarded with ' some misgiving ' Rommel's ability to exploit ' a broad and deep wedge in the middle of your position '. The Commander-in-Chief warned Ritchie that he was losing the initiative, and urged the need for a large-scale attack from the northern sector of the Gazala Line, with a view to piercing the front held by Group Cruewell and reaching Bir Temrad. Eighth Army considered this plan, and contemplated that 5 Indian Division would pass through the South African front and thrust westwards along the coast. If such an advance had reached Tmimi it would have gravely embarrassed the communications of the Panzerarmee, and might have forced Rommel to withdraw from the ' Cauldron '. But from the British point of view the plan involved the risk that Rommel might react by bursting out of the ' Cauldron ', and thrusting towards their principal supply dumps at

* Gause, the Chief of Staff, was also wounded there, and was replaced by Bayerlein, the Chief of Staff of the Afrika Korps.

Belhamed-Gambut; alternatively he might thrust north and get across the Via Balbia in rear of the Gazala Line.

On the whole I am inclined to think that a large-scale British offensive towards Tmimi would have been too risky in



view of Rommel's commanding position in the 'Cauldron'. A rather similar manoeuvre led to the destruction of the Austro-Russian army at Austerlitz.

Another possibility was to attempt a double-envelopment of our 'Cauldron' positions. I suggest that 1 and 7 Armoured Divisions, with 5 Indian Division, would pass south of Bir Hacheim and attack the 'Cauldron' from the rear, while

13 Corps would attack from the north with 32 Army Tank Brigade, as well as 2 S.A. Division, and 10 Indian Division (brought up from the Frontier area). (See map on page 100.) It is quite true that the Afrika Korps could have reacted by going for Tobruk or Belhamed, but in that case the Panzerarmee would have been hopelessly divided and Eighth Army could have annihilated Group Cruewell, before turning back to deal with the Afrika Korps.

This is one of those plans which look very risky on paper, and are therefore avoided by cautious generals, but if it could have been boldly and resolutely applied, I think it would have smashed the Panzerarmee. As a preliminary it would have been necessary to accumulate reserve stocks of petrol and ammunition in the 50 Division area—these could have been used by the British armoured divisions if Rommel had cut their communications by moving on Tobruk or Belhamed. Such is the plan which I would recommend for a German army in the position of Eighth Army in June 1942. I must admit, however, that at the time Eighth Army did not have the flexibility or ability to regroup which such a plan would demand.

The third possibility was a concentric attack on the 'Cauldron' to eliminate the Afrika Korps by frontal attack. This was the plan actually adopted by the British; it would have been perfectly sound if the attack had been made in adequate force. But instead of throwing in every available tank and gun, the Eighth Army attacked with about half its available troops.

After long discussions with his corps and divisional commanders, Ritchie decided to attack the northern flank of our salient with 32 Army Tank Brigade, and the eastern flank with 9 and 10 Indian Brigades and 22 Armoured Brigade. 10 Indian Brigade was to advance during the night 4/5 June and breach the positions held by Ariete on Aslagh Ridge, 22 Armoured Brigade was to pass through and capture Sidi Muftah, and 9 Indian Brigade was ordered to follow up and consolidate the ground won.*

The command arrangements on the British side were peculiar. 13 Corps was to command the attack on the Aslagh Ridge, and 30 Corps the one on the Sidra Ridge. 5 Indian Division was to command during the actual breach of Ariete's positions, 7 Armoured Division would take over during the advance of 22 Armoured Brigade, and 5 Indian Division would

* There is a very illuminating account of the 'Cauldron' battle in the official South African Publication, *Crisis in the Desert, May-July 1942*, by J. A. I. Agar-Hamilton and L. C. F. Turner (O.U.P., 1952).

resume command when 9 Indian Brigade moved up. For this purpose General Messervy (7 Armoured Division) and General Briggs (5 Indian Division) established a Combined Headquarters. The tactical details have been severely criticized by Brigadier Fletcher, the commander of 9 Indian Brigade, who says :*

Battalions were expected to advance in the dark, over ground they did not know, to an assembly area, the centre of which was marked by a barrel ; to do a further advance to a point east of B. 100 ; where they were to be joined by a battery of a regiment which they did not know (it had arrived from Iraq two days previously) and by a squadron of the 4 R.T.R. which [would have] already been in action in the dark.

On broad grounds the British were quite correct to use infantry to make the initial breach for the armour ;† but in this case it was essential for a corps commander to keep strict control over the two divisions taking part in the battle. Moreover it is a mistake to commit an armoured formation too early in a break-through battle ; in that case the armour will get mixed up with the infantry, with consequent confusion and loss of control. This is exactly what happened on 5 June.

On 4 June Rommel decided that Afrika Korps should undertake an operation on 5 June to salvage some abandoned tanks in the Bir el Harmat area. For this purpose 15 Panzer opened up gaps in the minefields to the south-west of Bir el Harmat on the night 4/5 June ; this was a great stroke of luck for us and had an important effect on the battle.

In accepting the plan of attack on the ' Cauldron ', General Auchinleck had stressed the need for close co-operation between infantry and tanks, and also for thorough reconnaissance. Ritchie replied that there had been ' plenty of time for recce ', and on the night of 4 June he signalled that the commanders concerned were ' full of beans and happy '.‡

At 0250 on 5 June four regiments of artillery opened a bombardment in support of 10 Indian Brigade ; the volume of fire was impressive and from Panzerarmee Headquarters we could see the eastern sky ablaze with flashes. This, then, was the British offensive, and we awaited the first reports with some anxiety. We need not have disturbed ourselves. Ariete signalled that the British shells were falling well short of their

* A. Brett-James, *Ball of Fire : The Fifth Indian Division in the Second World War* (Gale & Polden, 1952), p. 183.

† That is on the 30 Corps front. 13 Corps sent 32 Army Tank Brigade into the attack with virtually no infantry or artillery support.

‡ *Crisis in the Desert, May-July 1942*, p. 42.

positions, and in fact the preliminary bombardment was completely wasted on empty desert. The artillery overture provided a fitting prelude to the events of the day.

At dawn the British realized their mistake, and a determined attack was made on the infantry of Ariete Division, holding the Aslagh Ridge. The Italians gave way, the ridge was cleared, and 9 Indian Brigade and 22 Armoured Brigade went forward to drive us out of the 'Cauldron'. The British tanks were received with a terrific fire from our anti-tank guns and artillery, and withdrew behind Bir et Tamar after suffering considerable losses. German and Italian tanks counter-attacked, and inflicted heavy casualties on 2 Highland Light Infantry and 2 West Yorkshire Regiment, who were attempting to establish 'boxes' in the 'Cauldron'. The British armour made no attempt to protect and support their infantry, and Brigadier Fletcher comments that 'there seems to have been a complete misunderstanding between 22 Armd Bde and 9 Ind Inf Bde as to the capabilities and tasks of the two brigades'.*

Meanwhile 32 Army Tank Brigade attacked 21 Panzer on Sidra Ridge. For some reason this attack was supported by only twelve guns, and it was brought to a halt with a loss of fifty tanks out of seventy. An attack on Sidra Ridge would have gravely embarrassed us if it had been made at night by a strong force of infantry, supported by the full weight of 13 Corps' artillery. As it was the heavy British tanks lumbered forward in daylight, providing perfect targets for our anti-tank guns, and ending up on a minefield where they were simply shot to pieces. From the tactical point of view this was one of the most ridiculous attacks of the campaign.

By midday it was clear that the British offensive had been held, and that the attacking troops had suffered serious losses. Rommel was not the man to remain satisfied with a passive defence, and that afternoon he launched one of the most brilliant counter-attacks of his career. While 21 Panzer thrust south-eastwards towards Bir et Tamar, 15 Panzer emerged from the gap in the minefields near Bir el Harmat and struck at the flank and rear of the troops holding the Aslagh Ridge. Rommel himself accompanied the southern attack, which overwhelmed the single battalion which the British had placed as a flank guard, and overran the Combined Headquarters of Generals Messervy and Briggs.† To add

* *Crisis in the Desert*, p. 43.

† The British left flank was covered by 1 Duke of Cornwall's Light Infantry, who had no armour or artillery in support.

to the enemy's confusion the Luftwaffe heavily bombed the area west of the Knightsbridge box.

The result was that on the night 5/6 June we formed a ring round 10 Indian Brigade on the Aslagh Ridge, the Support Group of 22 Armoured Brigade to the north of them, and four regiments of field artillery which had been brought up behind the Indians. The only hope for the British was a vigorous counter-attack by 2, 4, and 22 Armoured Brigades, but this never developed. To judge from British accounts their armour spent 6 June moving backwards and forwards in accordance with contradictory orders and it was certainly unable to interfere with our operations around Aslagh Ridge. 10 Indian Brigade and the British artillery made a brave resistance, but at the end of the day the Afrika Korps alone had captured 3,100 prisoners, 96 guns and 37 anti-tank guns. 10 Indian Brigade had been wiped out, 9 Indian Brigade had been roughly handled, and well over 100 tanks had been lost. Four regiments of field artillery simply disappeared.

In spite of this brilliant success, Rommel decided to eliminate Bir Hacheim before bursting out of the 'Cauldron' to complete the defeat of Eighth Army. A strong detachment of 15 Panzer was moved southwards on 8 June to support 90 Light and Trieste, who were making slow progress in the face of very determined French resistance. Heavy Stuka bombardments prepared the way for a successful attack on 9 June by infantry of 15 Panzer; they captured Pt. 686 overlooking the main French position, and on the night 10/11 June the French garrison felt compelled to break out. Some British officers have insinuated that French morale gave way, but in the whole course of the desert war we never encountered a more heroic and well-sustained defence.

The way was now clear for a decisive advance into the area Knightsbridge-El Adem.

THE BATTLE OF KNIGHTSBRIDGE

In spite of the tremendous blows which Rommel had inflicted in the 'Cauldron', the balance of force was still in Ritchie's favour, and from the British point of view the battle was far from being lost. A line of defended posts, protected by minefields, had been built up to the north of the 'Cauldron'; 201 Guards Brigade was firmly established in the Knightsbridge Box, and 29 Indian Brigade was holding a strong position at El Adem. On 11 June Ritchie still disposed 250 cruiser and 80 infantry tanks, while the Afrika Korps had

160 tanks and Ariete and Trieste about 70. Our infantry units had suffered heavily in the fighting and 90 Light Division was reduced to 1,000 men. It was still possible for the British to hold Rommel, and then rebuild their strength. Already British light forces and armoured cars were attacking our communications west of the Gazala minefields, and were scoring significant successes against supply convoys.

Rommel's plan was as follows. While 21 Panzer demonstrated against the British positions hemming in the 'Cauldron' on the north, 15 Panzer was to swing north-eastwards towards El Adem, with 90 Light on their right and Trieste on their left flank. This was really a reversion to the original plan of 27 May; it would not have succeeded if the British command had not made serious mistakes.

The new advance began on the afternoon of 11 June. By nightfall 15 Panzer had reached the area of Naduret el Ghesceuasc; 90 Light and the two armoured reconnaissance units were south of the El Adem Box. Our Wireless Intercept Service—a very important factor in Rommel's victories—reported that '4 Armoured Brigade has refused to carry out an attack to the south-east'.* Rommel was delighted to hear that the British were contemplating such a move; he ordered 15 Panzer to stand on the defensive on 12 June, while 21 Panzer advanced south of the Knightsbridge Box to take the British armour in the rear.

The battle of 12 June was slow to develop. 15 Panzer was anticipating a British attack, while on their side 2 and 4 Armoured Brigades were waiting for definite orders.† Finally General Nehring ordered 15 Panzer to attack, and taking advantage of the sand haze our anti-tank gunners brought effective fire to bear on the British tanks. At noon Rommel judged that the battle was ripe, and ordered 21 Panzer advance into the open flank of 7 Armoured Division. The move met with immediate success, and soon our Wireless Intercept reported that the British tanks were 'calling help'.

22 Armoured Brigade advanced from the north to extricate their comrades, and suffered heavy losses at the hands of

* In fact General Messervy, the commander of 7 Armoured Division, was to concentrate his division (2 and 4 Armoured Brigades) at El Gubi to oppose against the flank of the German advance.

† Actually a serious dispute had arisen between General Nehring and the brigadiers. The result was to it. (See Crisis) quarters to command advancing north.

Panzer and Trieste. Under the converging pressure of the two panzer divisions, 2 and 4 Armoured Brigades gave way; the retreat of 4 Armoured Brigade became a rout, and as the sun was setting it was driven headlong over the Raml escarpment. 2 and 22 Armoured Brigades withdrew towards the Knightsbridge Box under continual pressure from our panzers; in that area a desperate battle continued until dark. In the fighting on 12 June the British lost 120 tanks—the Gazala Battle had been decided.

On 13 June the two panzer divisions advanced against Rigel Ridge, which was held by the Scots Guards, supported by South African field and anti-tank artillery. After a very stubborn defence the ridge was overrun, and weak relieving attacks by the British armour were beaten off. The Knightsbridge Box was now isolated, and the Guards Brigade broke out on the night 13/14 June.

On the morning of 14 June Ritchie accepted that the battle was lost and decided to abandon the Gazala Line. Even before he was aware of the retreat, Rommel had ordered the Afrika Korps to thrust towards the Via Balbia and cut off the Gazala divisions. During the day a furious battle developed near Eluet et Tamar, where South African and British infantry, * supported by the remains of the armour, succeeded in holding up our advance until the late afternoon, when 15 Panzer broke through to reach Bu Amaia near the escarpment. But by then darkness had fallen, and the withdrawal of 1 S.A. Division was well under way.

On the 14th our reconnaissance aircraft had reported much traffic on the Via Balbia and every sign of a hurried withdrawal, so that Rommel was well aware of the need for reaching the coast road as rapidly as possible.† He issued the most urgent orders to the Afrika Korps to descend the escarpment during the night, and cut off the South African retreat, but his orders were virtually ignored. The fact is that the Afrika Korps reached the end of its tether after the terrific fighting of the past three weeks; it was impossible to rouse the men. On the morning of 15 June, 15 Panzer descended the escarpment and cut off the South African rearguards, but the bulk of the division escaped. Most of the British 50 Division succeeded in breaking out through the front of the Italian 10 Corps, and a group south of Bir Hacheim reached the Frontier.

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Looking at the operations 11/15 June in retrospect, it seems surprising that after the capture of Bir Hacheim Rommel again reverted to what was essentially his original plan—a fanwise advance with his right wing directed at El Adem. In both cases he failed to achieve his object—the envelopment of the troops in the Gazala Line—because his forces were spread out too widely. 90 Light was too weak to take the El Adem Box, and was not available to support the Afrika Korps in the critical fighting. After the defeat of the British armour on 12 June, the Afrika Korps was ordered to thrust northwards and cut the Via Balbia, while the Italian 20 Corps was given unimportant covering tasks south of Knightsbridge. Had all five German-Italian armoured and motorized divisions been used in the thrust towards the Via Balbia, they would have been able to prevent the bulk of the Gazala forces slipping away. After three weeks of bitter fighting the Afrika Korps alone could not muster the necessary momentum and driving power.

On the morning of 15 June Rommel ordered 21 Panzer to advance to El Adem and support 90 Light in that area. The battle of Gazala had been won, and the bulk of Eighth Army was in full retreat to the Frontier; Tobruk remained to be subdued and it appeared that Ritchie was determined to hold the Fortress. Rommel was resolved to give Eighth Army no time to regroup; he decided to thrust towards Gambut, isolate Tobruk, and then take the Fortress by storm. He was on the eve of the crowning victory of his career.

VIII

TOBRUK TO ALAMEIN

THE FALL OF TOBRUK

THE BATTLE OF GAZALA can be said to have ended at about midday on 15 June ; Eighth Army was then in full retreat to the Frontier, and the Panzerarmee was closing in on the outer defences of Tobruk. On the evening of 15 June another battle began, which is best described as the struggle for the Tobruk-El Adem line.

The researches of South African military historians, which have been set out in great detail in *Crisis in the Desert*, show that General Auchinleck was entirely opposed to another siege of Tobruk on the same lines as that of 1941. He rightly appreciated that conditions had completely changed, that the defences of the Fortress had seriously deteriorated, and that the Panzerarmee could deliver a much more formidable attack than those of April/May 1941.* In any case the Royal Navy had made it clear that they would not be prepared to supply Tobruk in the event of another siege. Accordingly, when Auchinleck authorized Ritchie to abandon Gazala on 14 June, he ordered that the Eighth Army should regroup on the Tobruk-El Adem line ; in particular he insisted that El Adem was of vital importance to a successful defence of Tobruk. Auchinleck urged Ritchie to bring 'maximum force into play in El Adem area' ; and added significantly : 'I look to you to spare nothing to achieve this. We must emulate the enemy's speed in thought and action and I wish you to impress this as strongly as possible on ALL commanders.'†

Rommel's appreciation was exactly similar to that of Auchinleck. When he stood on the escarpment above the Via Balbia on the morning of 15 June and saw that the greater part of 1 S.A. Division had escaped from his clutches, Rommel realized at once that he must swing his *Schwerpunkt* round

* Superior even to the attack which Rommel was planning in November 1941. 21 Panzer would not have been available for the November attack, and the Tobruk defences were much stronger at that time.

† *Crisis in the Desert*, p. 102.

towards El Adem, and knock away what we called the 'cornerstones of Tobruk'. In armoured warfare speed is of decisive importance—a point which Auchinleck fully understood—and the operations of the next two days show Rommel concentrating an overwhelming force in the El Adem area, and completely forestalling Eighth Army, whose slow and cumbersome methods were quite out of place in such a battle. The events of 15/17 June decided the fate of Tobruk, which Auchinleck well knew could not be held as an isolated Fortress against the full weight of the Panzerarmee.*

On 15 June 90 Light Division advanced against El Adem, then held by two battalions of 29 Indian Brigade. 21 Panzer arrived from the Acroma area in the late afternoon, and overwhelmed a box at B. 650 on the Batruna escarpment, where the remaining battalion of 29 Brigade had been placed to block the Axis By-pass road.† This was a promising beginning to the new battle, and in his orders for 16 June Rommel told 21 Panzer to push on to Sidi Rezegh and Belhamed; 90 Light supported by our Army Artillery was to attack the El Adem box; Ariete and the three reconnaissance units were to guard the southern flank against British relieving forces, and 15 Panzer was to come up in support. Thus Rommel ordered his whole striking force to concentrate in the area which Auchinleck was then describing as 'the decisive spot'.

On 16 June Ritchie had brought 4 Armoured Brigade up to a strength of 100 tanks and, after refitting at Gambut, the brigade moved towards Sidi Rezegh. It found the way blocked by an anti-tank screen, thrown out by 21 Panzer which was then attacking the Sidi Rezegh box, held by 1/6 Rajputana Rifles of 20 Indian Brigade.‡ Sidi Rezegh fell that evening, but El Adem resisted strongly, and 90 Light described the defence as 'extraordinarily stubborn'. Rommel refused to allow tanks to be used against El Adem, and after a rather stormy meeting that afternoon with Colonel Marcks, the strong-minded commander of 90 Light, he agreed to call off the attack. During the day we were intercepting R/T conversations between General Messervy, the commander of 7 Armoured Division, and Brigadier Reid of 29 Indian Brigade; they were arranging for a possible break-out of the El Adem

* *Editor's note.* Churchill thought it could, and his signals on the subject gravely embarrassed Auchinleck and prevented his ordering a break-out of the Tobruk garrison while there was still time. By the summer of 1942 Tobruk had ceased to be a Fortress or a harbour, it had become a NAME and like Verdun in the First World War its retention became a matter of prestige rather than strategy.

† 700 prisoners were taken from 3/12 Frontier Force Rifles.

‡ Then garrisoning the Belhamed area.

garrison. The garrison did break out on the night 16/17 June, and from that moment the defence of Tobruk ceased to be a serious operation of war.*

On 17 June Rommel concentrated the Afrika Korps and Ariete Division with a view to knocking out 4 Armoured Brigade and opening the way to Gambut. The armoured battle developed during the afternoon to the south-east of Sidi Rezegh; the odds against the British were too heavy and in spite of the great gallantry of 9 Lancers the action soon developed into a running fight. 4 Armoured Brigade lost half its strength and was pursued far to the south; the next day the brigade crossed into Egypt. As darkness fell Rommel put himself at the head of the Afrika Korps, and shortly after midnight on 17/18 June 21 Panzer cut the Via Balbia near Gambut. All British troops in the area were in full flight to the east; some efforts had been made to demolish the supply dumps but we captured enormous quantities of petrol and rations, and a good deal of transport.†

20 Indian Brigade was still at Belhamed and in the circumstances a cool strategist would have ordered this formation to withdraw quietly into Tobruk, where it would have provided a most welcome reinforcement for 11 Indian Brigade holding the south-eastern sector. Instead Ritchie ordered 20 Indian Brigade to break through to the Frontier; on the morning of 18 June it ran into the Afrika Korps near Gambut and 'disappeared from Eighth Army's Order of Battle'.

By the evening of 18 June Tobruk was completely invested; the Italian 21 Corps lay to the west, their 10 Corps to the south, and Trieste and the German reconnaissance units to the south-east and east. The Afrika Korps and Ariete lay in the Gambut area and Rommel decided not to bring them up until the night before the attack. Our Operation Order was issued on 18 June and embodied a relatively simple plan. A Stuka and artillery bombardment was to be concentrated against the sector of 11 Indian Brigade at 0520 on 20 June; Group Menny‡ would penetrate gaps made by engineers in the perimeter minefield during the previous night, and would then make a breach on a narrow front in the line of bunkers and concrete positions behind the anti-tank ditch.§ Engineers

* *Editor's note.* In fairness to Messervy and Reid it should be mentioned that permission to break out was given by Ritchie, who had assured General Klopper (G.O.C. Tobruk Fortress) that morning that El Adem would be firmly held.

† The Panzerarmee's Battle Report for 18 June says that 'supply dumps of extraordinary size—fuel, ammunition and rations—were found in the area around Gambut, which we at once used for our own supply'.

‡ Infantry units under Colonel Menny.

§ Actually in the sector held by 2/5 Mahratta Battalion.

would then lay bridges across the ditch, and the tanks would pour through the breach into the Fortress. The plan was very flexible—as such plans should be—and there was no attempt to lay down rigid objectives and boundary lines. Arrangements were made for close air support and Kesselring promised to provide additional aircraft from Europe. The whole Panzerarmee Artillery took up positions on the heights to the east of El Adem, and we were astonished to find that the British had been obliging enough to leave the dumps of artillery ammunition, which we had placed there for that very purpose in November 1941.*

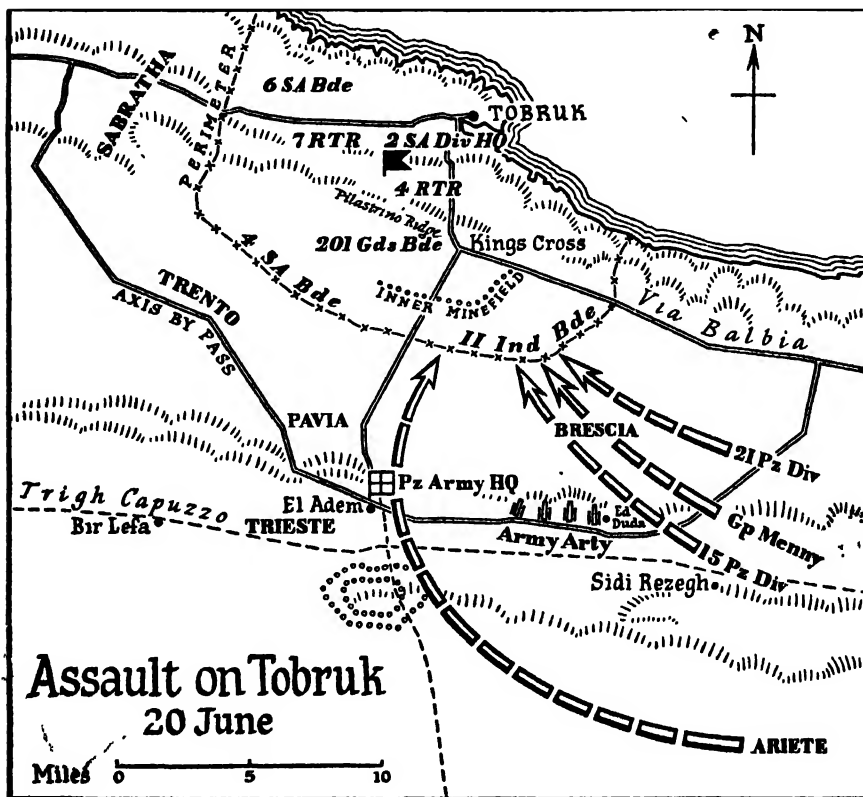
On 19 June 90 Light Division moved eastwards and found that the enemy had abandoned Bardia. Our reconnaissance units patrolled the wide area between Bardia and Bir el Gubi; only light British forces were encountered and it was clear that Ritchie would not make any serious attempt to interfere with our attack on Tobruk. That evening the Afrika Korps began moving from Gambut towards its concentration area to the south-east of the Fortress; the move had been carefully prepared and was carried out without a hitch. At 0330 on 20 June, 21 Panzer reported that it was 'fully prepared and ready for the attack on Tobruk'.

At 0500 I stood with Rommel on the escarpment to the north-east of El Adem; Battle Headquarters had been set up there and when daylight came we had excellent observation as far as the Tobruk perimeter. Promptly at 0520 the Stukas flew over. Kesselring had been as good as his word and sent hundreds of bombers in dense formations; they dived on to the perimeter in one of the most spectacular attacks I have ever seen. A great cloud of dust and smoke rose from the sector under attack, and while our bombs crashed on to the defences, the entire German and Italian Army Artillery joined in with a tremendous and well co-ordinated fire. The combined weight of the artillery and bombing was terrific, and as we soon realized had a crushing effect on the morale of the Mahratta battalion in that sector. The Stukas kept it up all day, flying back to the airfields at Gazala and El Adem, replenishing with bombs, and then returning to the fray. On this occasion the Air Force bombing was directed through

* Tobruk was defended by 2 S.A. Division (4. and 6 Infantry Brigades), 11 Indian Brigade, 201 Guards Brigade (in reserve on the Pilastrino Ridge), and 32 Army Tank Brigade (52 Matildas and Valentines). The tanks were mostly in the King's Cross and Pilastrino areas, ready for mobile counter-attack. There were three regiments of field and two of medium artillery, and about 70 anti-tank guns distributed among various units. Major-General H. B. Klopper, G.O.C. 2 S.A. Division, was Fortress Commander.

the Operations Section of Army Headquarters, with very fruitful results.

After a time the assault engineers released orange smoke as a signal that the range should be lengthened, and at 0635 the report came back that the wire had been cut in front of Strong Point 69. Group Menny, and the infantry of the Afrika Korps, now attacked the forward line of bunkers and made rapid progress against feeble resistance. At 0703 Group



Menny reported that a whole company of Indians had been taken prisoner, and by 0745 a wide breach had been made and about ten strong points had been taken. Bridges were laid across the anti-tank ditch and the way was prepared for the tanks to enter the perimeter.

The weak resistance of the defenders was due primarily to the bombardment, and paradoxically to the excellent concrete shelters built by the Italians. Under the crushing weight of bombs and shells the Indians were driven below ground, where they were relatively secure, but could not bring any fire to bear on our attacking troops, who followed closely

behind the barrage.* Another important factor was the weakness of the defenders' artillery fire. There seems to have been a complete lack of co-ordination of the various batteries ; a few South African guns were firing during the break-through, but apparently 25 Field Regiment R.A., which was in immediate support of 11 Indian Brigade, did not fire until 0745. The guns of this regiment had been sited in an anti-tank role, and it appears that they were relying on the medium artillery to bombard the perimeter gap and the German troops assembling beyond it. But the mediums remained silent, and it was not until 0845 that the Afrika Korps reported that the enemy's fire was ' increasing ', particularly that of the ' heavy calibres '. I well remember our surprise, when watching the battle that morning, at the small volume of fire put down by the Tobruk artillery. Meanwhile Rommel had gone forward to take direct command of the break-through.

Against a ' ring fortress ' such as Tobruk, with a perimeter of thirty-five miles, it was inevitable that a determined attack would make a breach in the defences.† The real test would be the enemy's arrangements for counter-attack, and it remained to be seen what he would do. In April 1941 some of our tanks made a very deep penetration and got within striking distance of the important road junction of King's Cross ; they were then brilliantly counter-attacked by British tanks and mobile artillery, and were driven out of the perimeter with heavy loss. This was not likely to happen in June 1942, for we had over 200 tanks, of which 125 were German. Our armour was employed in mass, and air and artillery liaison officers travelled with the leading tanks to ensure the closest support. Even so, a well co-ordinated counter-attack could have caused us considerable trouble, although I do not think that the garrison could have made a prolonged defence, as the inner minefields had fallen into decay—or had been stripped of their contents—and were no longer a serious obstacle. Actually a counter-attack never developed because the British forces came up piecemeal and without any unified command. A counter-attack plan should have been drafted before our attack, and a senior commander should have been put in charge.‡

* As frequently happened in 1914-18 when troops were caught in dugouts.

† In principle armour should not be used in attacks on fortresses, but ' ring fortresses ' like Tobruk provide an exception. Once the armour gets through the breach and smashes the counter-attack, it can play havoc within the perimeter.

‡ *Editor's note.* At 0700 on 20 June General Klopper ordered that a battalion of tanks and two companies of Coldstream Guards should counter-attack. For a variety of reasons 4 Royal Tanks did not reach King's Cross until 0930, and

By 0930 the German tanks had crossed the anti-tank ditch and were fanning out inside the perimeter. General Nehring, the commander of the Afrika Korps, moved with 15 Panzer Division,* while General von Bismarck, the thrustful commander of 21 Panzer, travelled in a motor-cycle side car among his leading tanks. He personally reconnoitred the inner minefields and showed the way to the panzers. Rommel himself was also close behind the advance, and ready to take over at a critical moment. I stress this element of personal leadership, because British and South African accounts show that no senior officer of 2 S.A. Division, 32 Army Tank Brigade or 201 Guards Brigade ever went near King's Cross—the defending troops fought with great gallantry but 'without leadership or direction'.

At 1100 hours 15 Panzer claimed the destruction of fifteen tanks and the capture of 150 prisoners; by noon both divisions had reached the line of the inner minefield where they met determined resistance from some British tanks, and various artillery batteries.† A violent battle developed, in the course of which our tanks eliminated the enemy's gunners by machine-gun fire, and then swept over their positions. By 1400 the Afrika Korps had reached the escarpment north of King's Cross, and Rommel himself drove up in his big Command Vehicle to direct the next thrust.‡

For practical purposes the Battle of Tobruk was now over, and it only remained to exploit the victory and mop up the various sectors of the Fortress. During the afternoon 21 Panzer descended the escarpment and advanced against Tobruk harbour; the main opposition came from a British heavy anti-aircraft battery which was finally captured by some of our anti-aircraft troops, fighting under Rommel's personal supervision. The battery had knocked out several tanks, and showed what the British might have done had they used their 3·7-in A.A. gun as we used our 88. As dusk was falling 21 Panzer fought its way into Tobruk town—now enveloped in

were then thrown into the battle without waiting for the Guards and their 6-pounder anti-tank guns. Later a squadron of 7 Royal Tanks arrived, and then the remaining squadron of that regiment. The tanks cannot be said to have counter-attacked; they reached the line of the inner minefield and were overwhelmed by the advance of the Afrika Korps. The Guards never left the King's Cross area.

* The former commander, General von Vaerst, had been wounded in the Gazala battles and Colonel Crasemann had taken over.

† 25 Field Regiment R.A. reinforced by D Troop of 5 S.A. Field Battery. 2 S.A. Field Battery, which lay fairly close to the perimeter, had already been destroyed.

‡ Incidentally Ariete was still held up at the anti-tank ditch by 2 Cameron Highlanders.

the thick smoke of burning dumps—and opened fire from the quay on British naval craft seeking to break out to the open sea. Several vessels were sunk or set on fire.

15 Panzer Division advanced against the Guards Brigade on Pilastrino Ridge; they overwhelmed 1 Sherwood Foresters and most of 3 Coldstream Guards, and also captured the Brigade Headquarters. After having taken a large number of prisoners they withdrew to leaguer around King's Cross—we had done enough for the day. By nightfall it was obvious that Tobruk was in its death throes and Rommel was able to send off a triumphant signal to Berlin. Our losses during the day had been very small, and out of all proportion to those of the enemy.

The only possible course open to the Tobruk garrison on the night 20/21 June was to break out from a Fortress which had become a death trap. Admittedly we had captured or destroyed great quantities of transport, but enough remained to enable many troops to escape. Apparently General Klopper wanted to break out, but he could get no clear directive from Eighth Army Headquarters, and met with great opposition from some of his subordinates.* Nothing was done, and at dawn on 21 June the western sector of Tobruk was in a state of chaos, the situation being complicated by the presence of large numbers of disorganized base and supply troops who had fled from the eastern sector the previous day. Shortly after dawn on 21 Ju. the white flag was hoisted over General Klopper's Headquarters, and 33,000 prisoners fell into our hands at a single stroke.† In spite of demolitions, numerous dumps full of food, petrol, clothing, and ammunition were found intact, and many guns, vehicles and tanks swelled the booty of the Panzerarmee.

On the evening of 21 June Rommel heard over the radio that he had been promoted Field-Marshal—a fitting reward, for in the words of the South African official account: 'The capture of Tobruk crowned what was probably the most spectacular series of victories ever gained over a British army.'‡

THE INVASION OF EGYPT

At 0945 on 21 June Rommel issued a signal to all troops of the Panzerarmee: 'Fortress of Tobruk has capitulated. All

* Klopper and some of his staff moved to H.Q. 6 S.A. Brigade on the evening of 20 June.

† 2 Camerons continued to resist until the evening of 21 June, and only surrendered because the rest of the Fortress had done so. Only a few hundred troops succeeded in escaping from Tobruk.

‡ *Crisis in the Desert*, p. 222.

units will reassemble and prepare for further advance.' That afternoon 21 Panzer was hurried off along the road to Gambut, the first step in the invasion of Egypt.

A grave decision had to be made now. In the original plan agreed upon between Hitler and Mussolini at the end of April, it was laid down that after Rommel had taken Tobruk, the Panzerarmee would stand on the defensive on the Egyptian Frontier, and that all available aircraft and shipping would then be diverted to the attack on Malta. With the fall of the island our communications would be secure, and an advance to the Nile could follow. On 21 June Field-Marshal Kesselring flew to Africa, and I was present at his conference with Rommel in our Command Vehicle. Rommel insisted that he must follow up his victory without waiting for an attack on Malta, but Kesselring pointed out that an advance into Egypt could not succeed without full support from the Luftwaffe. If this were given, the Luftwaffe would not be available for operations against Malta, and should the island recover, Rommel's communications would be in serious jeopardy. Kesselring maintained that the only sound course was to stick to the original plan, and postpone an invasion of Egypt until Malta had fallen.

Rommel disagreed emphatically and the discussions became exceedingly lively. He admitted that the Panzerarmee had suffered heavily in the Gazala battles, but maintained that Eighth Army was in far worse plight and we now had a unique opportunity for a thrust to the Suez Canal. A delay of even a few weeks would give the enemy time to move up new forces and prevent any further advance. The two commanders failed to reach agreement, and before leaving Kesselring made no secret of his intention to withdraw his air units to Sicily.

Rommel had made up his mind irrevocably. The vanguard of the Afrika Korps was already on its way to the Frontier, and on the evening of the 21st Rommel sent off a personal liaison officer to put his views before Hitler. He also signalled to Rome, and assured the Duce that 'the state and morale of the troops, the present supply position owing to captured dumps, and the present weakness of the enemy, permit our pursuing him into the depths of the Egyptian area'. Rommel carried the day with Hitler, in spite of the reasoned and powerful objections of the Italian General Staff, the German Naval Staff, Field-Marshal Kesselring, and also General von Rintelen, the German military attaché in Rome. Hitler signalled to Mussolini that, 'it is only once in a lifetime that the Goddess

of Victory smiles', and the fateful decision was made to postpone the Malta attack until September, and throw everything behind Rommel's invasion of Egypt.

Was the decision correct? There can be no absolute answer to such a question. We undoubtedly came very close to conquering the Delta and upsetting the whole British position in the Middle East, for we won a smashing victory at Mersa Matruh, and with a little luck we might well have hustled Eighth Army out of the Alamein position. The fact remains, however, that the attempt failed, and the subsequent consequences were disastrous. Looking back, it seems understandable that Rommel as a field commander should wish to remain on the heels of a fleeing enemy. But the Supreme Command—or rather Hitler—should have appreciated the strategic importance of Malta and its decisive significance in the Mediterranean. It was for the Supreme Command to assert itself on a strategic question and refuse to allow an advance to the Suez Canal until Malta had been taken. Thus we lost a great opportunity of capturing the island, which had been so hammered by the Luftwaffe that the chances of success were very promising.

On the evening of 23 June the advance guard of the Afrika Korps crossed the Egyptian Frontier. Rommel's aim was to outflank the formidable minefields and 'boxes' which the British had built up in the Frontier area, but in fact Ritchie had already decided to fall back to Matruh. During the next twenty-four hours our advance guard made a sensational advance of over 100 miles and reached the coast road between Matruh and Sidi Barrani. The morale of the troops was high and the victories of the past month went far to balance the strain and exhaustion of incessant fighting at the height of a desert summer. Tank strength, however, was ominously low, for there had been many breakdowns in the march from Tobruk, and the Afrika Korps entered Egypt with only forty-four panzers.

Our advance on 24/25 June met with little interference from British ground forces, but was exposed to heavy and determined attacks by the Desert Air Force; the pace of the advance was outstripping our available fighter cover and we had to pay a heavy toll in casualties; indeed from the moment we entered Egypt the writing was on the wall as far as air support was concerned. Rommel never again enjoyed the advantage of air superiority, and the enemy's air forces grew with terrifying strength. It was the beginning of a process which was to alter the whole balance of the war, and which

26-27 June 1942



reached its culmination in the annihilating battles of Mortain and Falaise.

On the evening of 25 June our reconnaissance units reached the outer defences of Mersa Matruh, and Rommel declared his intention of attacking next day. There was no time for serious reconnaissance and we entered on the battle with only the vaguest idea of the British dispositions.

The western approaches of Mersa Matruh were covered by dense minefields to a distance of fifteen miles from the sea. In this area we assumed that the Eighth Army had four divisions (50 British, 2 N.Z., and 5 and 10 Indian) and that their left flank was covered by 1 Armoured Division in position between the main minefields and the Sidi Hamza escarpment. Rommel's aim was to encircle the infantry divisions around Matruh, and accordingly his first object was to drive off 1 Armoured Division. The Afrika Korps was entrusted with this task; 21 Panzer was to advance between the escarpment and the main minefield, while 15 Panzer was to move south of the escarpment. 90 Light was to thrust on the left flank of 21 Panzer and cut the coast road to the east of Mersa Matruh; the Italian 10 and 21 Corps were to contain the western face of Matruh Fortress, and their Armoured Corps—which had not yet come up—was to move south of the escarpment in support of 15 Panzer.

But the actual British dispositions were very different from those envisaged by Rommel. 10 Corps was in the Matruh area, with 50 British Division and 10 Indian Division under command. 13 Corps was grouped on the southern side of the Sidi Hamza escarpment; it comprised 2 N.Z. Division, which had just come up from Syria, and 1 Armoured Division, now brought up to a strength of 159 tanks, of which 60 were Grants.* The ten-mile gap between the Sidi Hamza escarpment and the main Matruh minefields was covered by a thin minefield and protected by two weak columns, Gleecol and Leathercol.† In short, Eighth Army had two very strong wings, and a weak centre.

One might think that the Eighth Army dispositions were designed as a deliberate trap for Rommel, but this was far from being the case. It appears that General Auchinleck, who had taken over from Ritchie, could not decide whether or not to make a determined stand at Mersa Matruh, and his

* The Afrika Korps entered the battle with sixty tanks.

† Each consisting of two platoons of infantry and a battery of field and anti-tank artillery. They formed part of 29 Indian Brigade which had been split up into columns and 'battle groups'. A cynical South African staff officer has described a battle group as 'a brigade group which has been twice overrun by tanks'.

dispositions were designed to protect his army from envelopment, rather than as a means of destroying the enemy. It is true that Auchinleck told General Gott, commanding 13 Corps, and General Holmes, commanding 10 Corps, that 'the strongest possible resistance' was to be offered, and that if 'one corps or part of it has to give ground the other is immediately . . . to take advantage of it by rapidly and boldly attacking the enemy in flank'. This was an admirable idea, but unfortunately for the British, both corps commanders were left with the impression that they were to withdraw rather than run the risk of envelopment. A battle cannot be fought in this fashion; if Auchinleck did not feel strong enough to fight at Matruh he should have gone back to Alamein. If he did want to fight at Matruh—and his forces were ample for a successful defence—then he should not have given his subordinates the idea that this was only a delaying action. As a result of Auchinleck's hesitation, the British not only lost a great opportunity of destroying the Panzerarmee but suffered a serious defeat, which might easily have turned into an irretrievable disaster. I stress this point, for to the student of generalship there are few battles so instructive as Mersa Matruh.

Our advance began on the afternoon of the 26th, and purely by chance it struck the British at their weakest point—the thin minefield between the escarpment and main Matruh minefields. 90 Light penetrated the minefield with ease, and annihilated Leathercol, while 21 Panzer routed Gleecol. At one stroke the British centre had been pierced, and the way was open for a deep thrust on the following day.

At dawn on 27 June 90 Light annihilated 9 Durham Light Infantry, which for some reason had been told to take up a position seventeen miles south of Matruh.* 90 Light reported the capture of 300 prisoners, but was pinned down by artillery fire, and was unable to advance until the Afrika Korps came up on the south. During the morning 21 Panzer moved across the front of 2 N.Z. Division at Minqa Qaim, and under cover of an artillery duel worked round the New Zealanders and attacked their eastern flank. In any circumstances this would have been a risky manoeuvre, but it appears still more dangerous when one considers that 21 Panzer had only 23 tanks, and about 600 very tired infantry. Rommel himself accompanied 21 Panzer; he did not realize that the British had a whole corps around Minqa Qaim, and thought he had only to deal with 1 Armoured Division. Very fortunately the

* A typical example of Eighth Army's craving for dispersion.

British armour failed to co-operate closely with the New Zealanders, and for most of the day was quite content to block the advance of 15 Panzer south of the escarpment.

By the evening of 27 June 21 Panzer was in a most dangerous position. The division could make no headway in its attacks on the New Zealanders (although it did scatter their main transport park), and was in danger of being cut in two. A British armoured regiment, the Bays, threatened 21 Panzer on the east, and another tank force, 3 County of London Yeomanry, attacked from the west. Moreover, the division was hopelessly separated from 15 Panzer (whose eastward advance was blocked by 22 Armoured Brigade) and was very short of ammunition and fuel.*

On the afternoon of the 27th Rommel went to 90 Light and under his supervision the division swung round the southern flank of 10 Corps, and shortly after dark cut the coast road some twenty miles east of Mersa Matruh. All this was undoubtedly very disturbing to the British commanders, but if they had kept their heads they should have realized that it was the Panzerarmee which was in greater danger of destruction. 90 Light with only about 1,600 men was on the coast road about fifteen miles away from the nearest troops of the Afrika Korps, and was hardly capable of tackling the British 10 Corps, which it had 'cut off' so impudently. 21 Panzer lay isolated to the east of Minqa Qaim, and was at the mercy of 2 N.Z. Division and 7 Armoured Division. 15 Panzer and the Italian Armoured Corps were too weak to cut through 13 Corps and rescue 21 Panzer, while the Italian 10 and 21 Corps were badly scattered to the west and south of Mersa Matruh. Admittedly Rommel was supremely confident, for he issued orders at 1722 that 21 Panzer should 'stand by in the late evening to pursue the enemy in the direction of Fuka'. All this shows that Rommel had a complete contempt for the enemy, and no idea of the perils of his position.

Marshal Foch once remarked that 'a battle lost is a battle which one thinks one has lost', and this saying applies exactly to the situation in the Mersa Matruh area on 27 June. That afternoon General Gott decided that in view of 'enemy southward move against N.Z. eastern flank, he did not feel it safe to stay in area Sidi Hamza-Minqa Qaim', and accordingly he ordered 2 N.Z. Division and 1 Armoured Division to withdraw to the Fuka Line. Gott was undoubtedly influenced by Auchinleck's insistence that no part of Eighth Army was

* *Editor's note.* General Lumsden afterwards said of 21 Panzer on the 27th, 'we should have obliterated the lot'.

to be cut off, and that the decisive battle need not be fought in the Matruh area. Unfortunately for the British there was a serious breakdown in their signal communications, and it was not until 0430 on 28 June that 10 Corps in Matruh was aware that 13 Corps was in full retreat to Fuka.*

On the night 27/28 June 1 Armoured Division withdrew south of 21 Panzer, but the New Zealanders broke clean through that hard-pressed division, and inflicted very serious losses on our infantry in bitter hand-to-hand fighting.† Yet we got off very lightly, when one considers that concerted attacks by the greatly superior British forces could have terminated the existence of Panzerarmee Afrika.

On 28 June 90 Light and the Italian divisions invested Mersa Matruh, and got ready to storm the Fortress, while the Afrika Korps continued the eastward advance to Fuka. On the evening of the 28th 21 Panzer reached the escarpment overlooking Fuka and overwhelmed the remnants of 29 Indian Brigade, besides capturing two trainloads of bombs and much transport.

On the night 28/29 June 10 Corps broke out of Matruh. This enterprise led to violent clashes in the dark between the British columns and our investing troops, and although the enemy lost heavily we were unable to prevent the bulk of their troops getting through. One British column was unkind enough to choose a route through Panzerarmee Battle Headquarters. These things do happen in desert warfare, and it was for this reason that we had formed a special Army Headquarters '*Kampfstaffel*'. But so severe was the fighting that staff officers had to take a hand, and I have vivid recollections of firing a sub-machine-gun during the mêlée. Rommel does not exaggerate when he says that 'the confusion reigning on that night can scarcely be imagined'.‡

On the morning of 29 June 90 Light entered Mersa Matruh, while 21 Panzer intercepted some British columns near Fuka and captured another 1,600 prisoners. In the Battle of Mersa Matruh we took 8,000 prisoners, together with many guns and vehicles, and great quantities of war material. 50 Division and 10 Indian Division were so disorganized that they could play little part in the first critical fighting at Alamein, while

* *Editor's note.* Field-Marshal Wilson afterwards remarked: '13 Corps just disappeared and left 10 Corps up the pole.'

† The Afrika Korps War Diary remarked: 'During these operations violations of international law, such as slaughter of wounded etc. occurred.' See Brigadier Clifton's comments in *The Happy Hunted* (Cassell, 1952), p. 224.

‡ *Krieg ohne Hass*, p. 171. Rommel refers to the New Zealanders breaking through his Headquarters, but this is a mistake. There were no New Zealanders with 10 Corps.

the New Zealand Division was also badly shaken. Rommel may have been lucky, but Mersa Matruh was certainly a brilliant German victory, and gave us great hopes of 'bouncing' Eighth Army out of the Alamein Line.

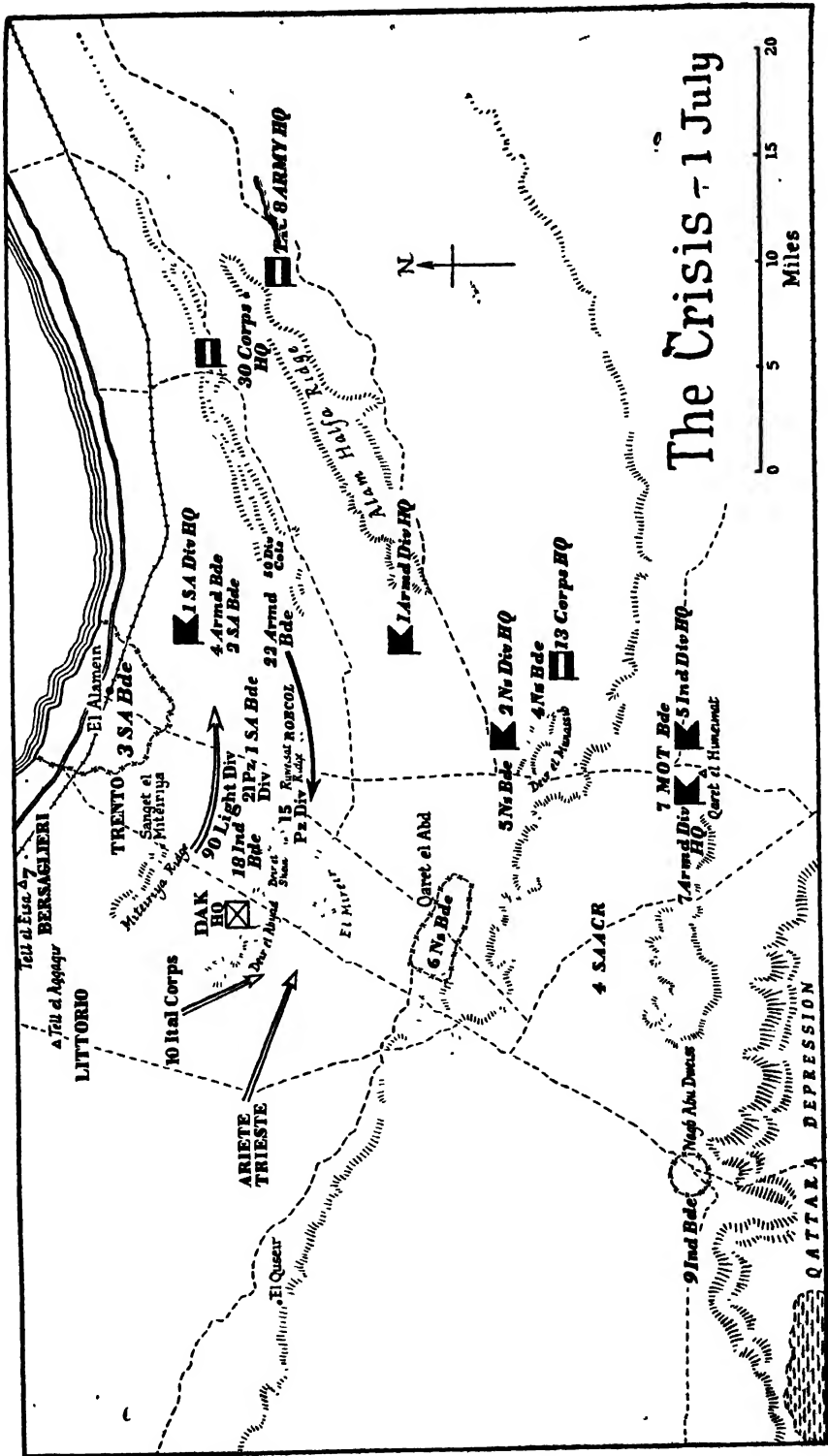
REPULSE AT ALAMEIN

Staff officers might profitably consider whether Rommel was wise to push on to Alamein immediately after his victory at Mersa Matruh. In principle it is always correct to keep on the heels of a fleeing enemy, and yet it is arguable that we would have fared better if Rommel had halted for a few days. The troops were desperately in need of sleep and rest and would have been greatly refreshed by a brief halt; our air force would have had a chance to catch up, and we would have been stronger in tanks and better off for ammunition. It should be remembered that at Alamein we had to encounter formations which had had plenty of time to rest and reorganize. 1 S.A. Division had been in the Alamein positions for about a week, while 6 N.Z. Brigade and 18 Indian Brigade had as yet played no part in the battle. The Afrika Korps and 90 Light, now very weak and utterly exhausted, were compelled to tackle fortifications manned by resolute troops in good physical condition.*

On the afternoon of 29 June 90 Light took the coast road from Matruh to El Daba, with the Italian 21 Corps and Littorio Division following as best they could. After dark 90 Light pushed through El Daba and, driving on amidst burning supply dumps, the division camped for the night about fifteen miles west of the El Alamein Box. It would have been well if the Afrika Korps had also taken the relatively easy path along the coast road, but Rommel hoped to cut off some of the British forces withdrawing from Mersa Matruh and deflected the Afrika Korps towards El Quseir.† On the evening of the 29th the Afrika Korps did in fact brush against 1 Armoured Division, now hurrying back to Alamein, but no serious battle developed (probably because both sides were so exhausted). This march across very rough desert imposed additional wear and tear on the tanks and used up valuable petrol.

* An entry in the War Diary of 90 Light expresses disappointment after the fall of Matruh, when the division was ordered by Rommel in person to advance immediately on El Daba, and so was unable 'to have a swim in the sea, and to sleep its fill after the heavy fighting for Mersa Matruh and all the hardships of the preceding days'.

† A point in the desert about seventeen miles south of El Daba.



On the morning of 30 June Rommel formed his plan for piercing the Alamein Line.* He decided that the Afrika Korps should make a feint in the direction of the Qattara Depression, but should move on the night 30 June/1 July to a position about ten miles south-west of El Alamein station. We believed that the British 10 Corps, with 50 Division and 10 Indian Brigade, was holding the Alamein Box and a position to the south-west of it at Deir el Abyad. We thought that 13 Corps with 1 Armoured Division, 2 N.Z. Division, and 5 Indian Division was holding the southern sector of the line, between the Qaret el Abd Box and the Qattara Depression. Rommel decided to repeat the tactics which had served him so well at Matruh; under cover of the darkness the Afrika Korps was to penetrate between the boxes at Alamein and Deir el Abyad and get in rear of 13 Corps. 90 Light Division was to swing south of the Alamein Box and cut the coast road to the east of it—exactly the same orders as at Mersa Matruh. If we could once get our troops in rear of the British, Rommel was convinced that their defence would collapse.

In view of our experiences at Matruh I think that this plan offered a real hope of victory. The German forces were too weak for any heavy fighting, but they were still capable of manœuvre. It is quite possible that if Rommel had got his divisions across the British rear, they would have been stampeded once more into a headlong flight.

Unfortunately Rommel's theory was never put to the test. I have remarked that the thrustline of the Afrika Korps was drawn to pass between the boxes of El Alamein and Deir el Abyad. The Afrika Korps was late—its night move from El Quseir to the concentration area near Tell el Aqqaqir was delayed by broken ground—and when it advanced on the morning of 1 July the corps found that there was no box at Deir el Abyad, but that the enemy was holding a box three miles farther east at Deir el Shein.† It might have been possible for the Afrika Korps to by-pass the Deir el Shein Box and continue its move into the rear of 13 Corps, but in that case another enemy position—actually held by 1 S.A. Brigade north of Ruweisat Ridge—would have had to be eliminated. General Nehring decided to attack Deir el Shein, and when

* Strictly speaking there was no such thing as an 'Alamein Line', although the gap between the Qattara Depression and the sea was filled by a number of boxes.

† Held by 18 Indian Brigade, not 10 Indian Brigade. The Alamein box was held by 3 S.A. Brigade, with 1 and 2 S.A. Brigades holding positions outside the box and to the east of Deir el Shein. 1 Armoured Division was not with 13 Corps in the south, but was in rear of 30 Corps (not 10 Corps), and was on the east of Ruweisat Ridge.

Rommel came up later that morning he approved of this decision.

On the afternoon of 1 July the Afrika Korps broke into the Deir el Shein Box, and after very severe fighting destroyed 18 Indian Brigade. But we lost eighteen tanks out of fifty-five, and the fighting edge of the Afrika Korps was finally blunted. 90 Light advanced during the afternoon, and attempted to by-pass the El Alamein box; it ran into a crescent of fire from 1, 2 and 3 S.A. Brigades and their supporting artillery, and was thrown into confusion not far removed from panic. Rommel himself went to 90 Light to try and urge the division forward but the volume of fire was so heavy that even he was pinned down.

Looking at the battle in retrospect it seems that our prospects of victory were hopelessly prejudiced on 1 July. Our one chance was to outmanoeuvre the enemy, but we had actually been drawn into a battle of attrition. 1 Armoured Division was given an extra day to reorganize, and when the Afrika Korps advanced on 2 July it found the British armour strongly posted on Ruweisat Ridge, and quite capable of beating off such attacks as we could muster. The South African positions were strong, and 90 Light never had a chance of breaking through them. The Desert Air Force commanded the battlefield.

On 3 July Rommel abandoned the hope of getting in rear of 13 Corps, and sought to use the Afrika Korps, 90 Light, and Littorio for a concentrated thrust round the Alamein Box. We suffered a sharp reverse that morning when the New Zealanders came out of their box at Qaret el Abd, attacked Ariete Division, and captured all their artillery. Nevertheless, Rommel ordered the main attack to go in on the afternoon of 3 July, and under cover of a heavy bombardment the Afrika Korps made a determined attempt to advance. Some ground was gained on Ruweisat Ridge, but with only twenty-six tanks it was impossible to break through. When darkness fell Rommel ordered the panzer divisions to dig in where they stood; everyone realized that the offensive which opened on 26 May, and which had achieved such spectacular victories, had at last come to an end.

That night Rommel signalled to Kesselring that he had been forced to suspend his attack 'for the time being'. This check was all the more disappointing because our air reconnaissance reported that the British fleet had left Alexandria, and that there was much traffic *en route* from Egypt to Palestine; moreover, leaders of the Egyptian Liberation Movement arrived by air and made contact with Rommel. We had just failed.

IX

FAREWELL TO AFRICA

DEADLOCK AT ALA'MEIN

ON THE MORNING of 4 July 1942 the position of Panzer-armee Afrika was perilous. The Afrika Korps had thirty-six tanks in running order and a few hundred infantry in the last stages of exhaustion. The artillery was very strong, for we had a large number of captured British batteries, but our German guns had almost run out of ammunition. (15 Panzer had two rounds per gun.) Fortunately 1,500 rounds of 25-pounder ammunition were found in Deir el Shein, and the Italians had some reserve stocks.

There is no doubt, however, that we could not have resisted a determined attack by Eighth Army. We now know that on 4 July Auchinleck gave orders for such an attack, but as happened so frequently in the desert he could not stir his corps commanders into action. 5 N.Z. Brigade skirmished with the Brescia Division on the El Mreir depression, and a slight advance by British tanks on the Ruweisat Ridge threatened to cut 15 Panzer in two. But there was no punch or drive behind the British thrusts and a few shells from an 88 usually sufficed to deter their tanks from any serious assault. We survived 4 July with no real damage except to our nerves.

On 5 July our position was little better; the New Zealanders showed some activity on the southern flank, but their 4 Infantry Brigade was caught on the move by a heavy and rather lucky dive-bombing attack, which by eliminating the Headquarters seems to have saved us from a thrust at El Mreir. On Ruweisat Ridge 15 Panzer had about fifteen tanks to oppose 1 Armoured Division with a hundred, but no attack developed. The inactivity of the British on 5 July is particularly reprehensible, for Auchinleck was urging his subordinates to give us a knock-out blow, and a completely fresh formation—24 Australian Brigade—had arrived on Ruweisat Ridge.

On 6 July Rommel continued to regroup his forces and strengthen his front; stocks of mines arrived and some reinforcements reached 90 Light and the panzer divisions. The

number of tanks in the Afrika Korps rose to forty-four, and we began to build up a mobile reserve. The great opportunity of the British had passed ; it was still possible for Auchinleck to defeat us but every day increased his difficulties.

On the morning of 9 July Rommel learned that the British had abandoned the Qaret el Abd Box, and he at once ordered 21 Panzer and Littorio to occupy it, and brought up 90 Light for an advance on their southern flank. We were rather puzzled that the British should have given up such a commanding position, and even now I find it surprising that Auchinleck should have adopted this course. It is true that by doing so he drew some of our forces to the south, and thus increased his chances of success in the attack he was about to launch at Tell el Eisa, but the yielding of a well-fortified position like Qaret el Abd was a high price to pay.

In the early hours of 10 July the enemy opened a heavy bombardment on Sabratha Division which was covering the western face of the El Alamein Box, and he followed this up with a violent attack by 9 Australian Division along the coast road and in the direction of Tell el Eisa. Panzerarmee Headquarters was on the coast, only a few miles behind the front, and early that morning I was startled to see hundreds of Italians rushing past the Headquarters in the final stages of panic and rout. Rommel had spent the night in the Qaret el Abd Box, far to the south, and it was for me to decide what to do. When a Headquarters is threatened the first instinct is to move, and safeguard its irreplaceable equipment and documents. It was clear to me, however, that Sabratha was finished—their artillery was already 'in the bag'—and something must be done immediately to close the road to the west. I called on the staff and personnel of Headquarters to form a rough battle line, which I strengthened with our anti-aircraft guns and some infantry reinforcements which happened to arrive ; we succeeded in holding the Australians, who had captured the mounds of Tell el Eisa, and were seeking to thrust up the coast road. Unfortunately Lieutenant Seeböhm, the brilliant head of our Wireless Intercept Section, was killed in the fighting, and most of his unit wiped out.*

During 10 July the main body of Infantry Regiment 382 came up ; they were part of Infantry Division 164, our first substantial reinforcements from Europe. The British had launched their attack one day too late, for without these

* In his Memoirs, Rommel says : ' It was primarily the Panzer Army's staff, led at the time by Lieut.-Col. von Mellenthin, whom we had to thank for bringing the British attack to a halt.' *The Rommel Papers*, p. 253.

reinforcements the northern flank of the Panzerarmee could have been broken through. At noon Rommel came up from the south with his *Kampfstaffel* and a hastily organized battle group from 15 Panzer. He attempted to cut off the Australian salient at Tell el Eisa by an attack from the south, but the artillery fire from Alamein Fortress was too strong.

On 11 July the Australians renewed their attacks south of the coast road; they inflicted severe casualties on Trieste Division, and were only halted by the concentrated fire of our Army Artillery. The most significant feature of the new battle was that the Italian troops were no longer able to hold their positions.

On 12 July the Australians suspended their attacks, and it appeared that they were consolidating the ground gained. Rommel brought up 21 Panzer Division to the northern sector; he decided to make a direct attack on the Alamein Box on 13 July, capture that vital position, and cut off the Australians at Tell el Eisa.* This would have been a real victory, which might even have opened the way to the Nile. As Rommel himself says, 'the attack was to be supported by every gun and every aeroplane we could muster'.†

21 Panzer attacked the Alamein Box at noon on 13 July, with strong Stuka support, and under cover of the fire of the entire Army Artillery. Unfortunately the infantry of 21 Panzer deployed for the attack too far to the rear; as a result the immediate effect of the air bombardment was lost and the attacking troops were brought to a halt by the defending artillery and machine-guns before they even penetrated the perimeter wire. The Luftwaffe was ordered to renew its attacks—concentrating this time on the enemy's gun positions—and tanks moved forward to blaze away at the concrete defences of the box. But all attacks failed against the stubborn resistance of 3 S.A. Brigade.‡

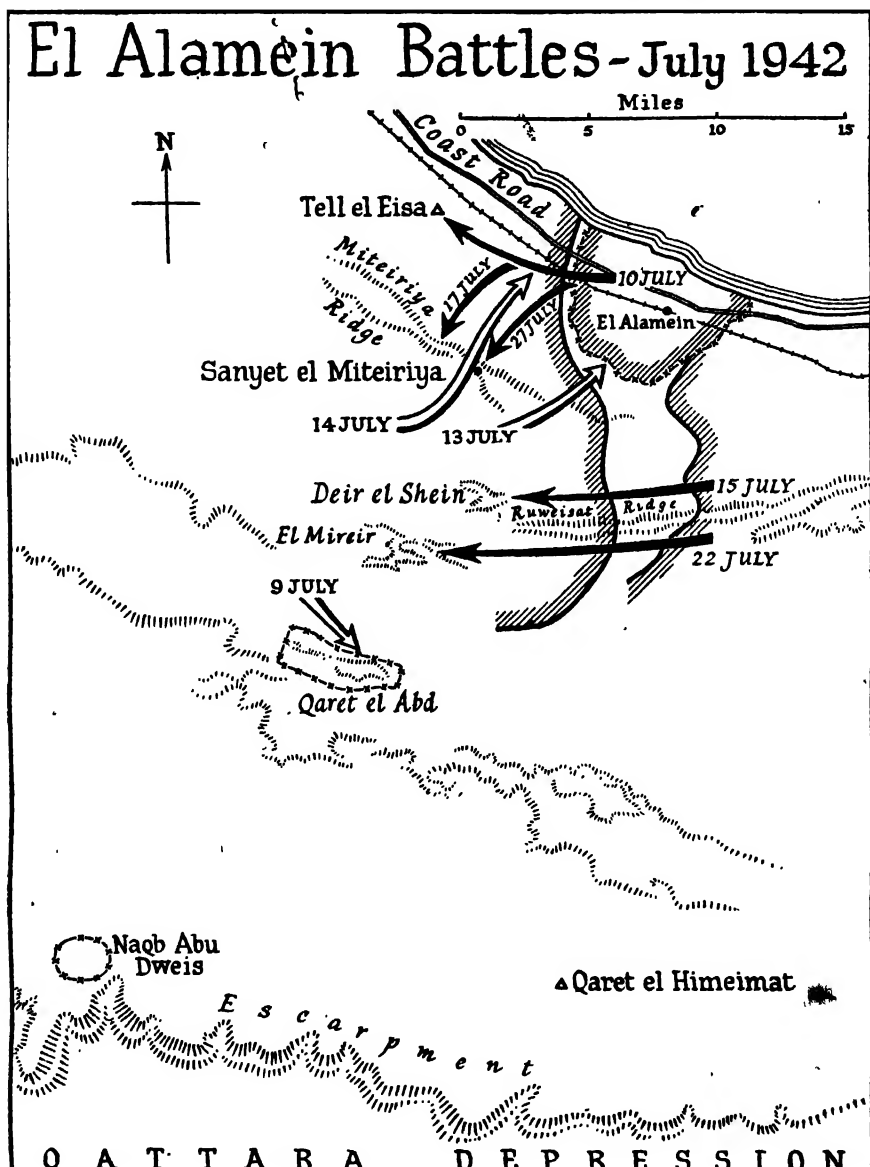
On 14 July Rommel shifted 21 Panzer farther west; he ordered the division to attack again, but to direct its thrust at the Australian positions to the south-east of Tell el Eisa, and break through to the sea. Late that evening 21 Panzer attacked with the setting sun at their backs, and under cover

* 26 Australian Brigade was in the Tell el Eisa salient. 20 and 24 Australian Brigades were in reserve to the east of the Alamein Box, which was held by 3 S.A. Brigade.

† *The Rommel Papers*, p. 254.

‡ We believed at the time that the Alamein Box had been taken over by 9 Australian Division—a statement repeated by Rommel in his *Memoirs*. But the credit for this important defensive success belongs to 3 S.A. Brigade, and particularly to 1 Royal Durban Light Infantry, which was manning the sector attacked, and to 1 S.A. Field Regiment which supported them.

of heavy air bombardment. But again the attacking infantry moved too late so that the paralyzing effects of the bombing were lost. Nevertheless we reached the coastal railway and



might have done more, if it had not been for a galling flanking fire from the Alamein Box. Fighting continued until long after dark and the Australian infantry showed that they were the same redoubtable opponents we had met in the first siege of Tobruk.

Rommel contemplated a renewal of the attack on 15 July, but that night 2 N.Z. Division and 5 Indian Brigade attacked Brescia Division on Ruweisat Ridge and broke clean through. The enemy made a deep and menacing advance, which reached the outskirts of Deir el Shein, and threatened to break our whole line. But they failed to follow up their success, and on the evening of 15 July 15 Panzer and Reconnaissance Units 3 and 33 launched a most effective counter-attack, and took more than 1,200 prisoners. However, the Italians had lost 2,000 prisoners, and the New Zealanders captured twelve very precious 88-mms.* Moreover, the enemy retained an important foothold on Ruweisat Ridge.

On 16 July the Australians renewed their attacks from the Tell el Eisa salient; they overwhelmed the remnants of Sabratha Division but were checked by Infantry Regiment 382 and the concentrated fire of all available artillery. In the early hours of 17 July the Australians attacked again with strong tank support in the direction of Miteiriya Ridge. They pierced the front of Trieste and Trento divisions, and were only checked by German units brought from the central sector. Strong counter-attacks, with Luftwaffe support, were launched during the afternoon; the Australians were forced back and lost several hundred prisoners.

The battle had developed into a struggle of attrition, and in spite of the heavy losses inflicted on Eighth Army, the Panzerarmee was passing through a dangerous crisis. We had only been able to save the front by throwing in the last reserves; the Italian units seemed to be falling to pieces and the whole burden of the battle was borne by the sorely tried German divisions. We were forced to introduce German units into the Italian divisional sectors to give them the required stiffening, and we sought by every means to improve our minefields and defences. British authorities have criticized Auchinleck for his persistent attacks in July 1942, but he was several times on the verge of a decisive success.

Between 18 and 21 July Eighth Army confined itself to patrol activity and harassing fire, and we utilized the breathing space to strengthen our front. Kesselring and Cavallero visited us on 17 July, and Rommel pointed out that we were

* Major-General Kippenberger, then commanding 5 N.Z. Brigade, has described this action as 'a bitterly disappointing battle', and ascribes the reverse in the evening to lack of co-ordination between infantry and armour. (1 Armoured Division was supposed to support the New Zealanders.) He says significantly that, 'at this time there was throughout Eighth Army, not only in New Zealand Division, a most intense distrust, almost hatred, of our armour'. *Infantry Brigadier* (Oxford, 1949), p. 180.

near breaking point, and could not maintain our positions unless something was done about the supply question.*

Auchinleck was getting ready for a final attack; he proposed to renew his thrust on Ruweisat Ridge in conjunction with attacks by 9 Australian Division from Tell el Eisa and 1 S.A. Division towards Miteiriya Ridge. On the night 21/22 July 161 Indian Brigade and 6 N.Z. Brigade attacked on Ruweisat Ridge and towards El Mireir. This attack made rapid headway, and the New Zealanders reached the El Mireir depression on the morning of 22 July after hard fighting. British tanks were supposed to support 6 N.Z. Brigade but did not arrive in time; 15 Panzer Division counter-attacked, and took several hundred prisoners. The British 23 Armoured Brigade, which had just arrived from England, then went forward in what has been described as 'a real Balaclava charge'. They came under terrific anti-tank fire, ran onto a minefield, and were overwhelmed by a counter-attack of 21 Panzer. A battalion of 161 Indian Brigade succeeded in breaking into Deir el Shein but was wiped out in a counter-attack. Thus their offensive in the centre was a disaster for the British; owing to a complete lack of co-ordination and control they lost well over a hundred tanks and 1,400 prisoners.

On the northern sector the Australians and South Africans gained some ground, but failed to achieve any important break-through. Although our losses were heavy, particularly among the German infantry, the battle of 22 July was very favourable to us and encouraged the hope that we could hang on at Alamein.

During 23/26 July there was another lull on the front, but on the night 26/27 July the Australians made a violent attack from Tell el Eisa and captured Sanyet el Miteiriya. The plan was for the South Africans to lift mines south of this point and open a gap for the British 69 Infantry Brigade and 1 Armoured Division. 69 Brigade advanced far into our positions, but fortunately for us the commander of 1 Armoured Division † declared that the minefield gaps made by the South Africans were unsatisfactory and refused to let his armour pass through until the gaps had been improved. As a result 69 Infantry Brigade was left without support, and suffered crushing losses in a counter-attack by a battle group of the Afrika Korps, supported by Infantry Regiment 200. The

* In fairness to Kesselring, this was exactly the situation which he had envisaged, when he opposed Rommel's decision to invade Egypt after taking Tobruk.

† At this time Brigadier Fisher. General Lumsden had been wounded.

Australians were also counter-attacked and driven back to their original positions with severe casualties.

Fighting now died down on the Alamein front ; both sides were exhausted and neither could hope for a decision without substantial reinforcements. The Panzerarmee had failed to reach the Nile, but on 15, 22 and 27 July we had won important defensive victories, and the balance of losses was highly favourable to us.

THE BATTLE OF ALAM HALFA

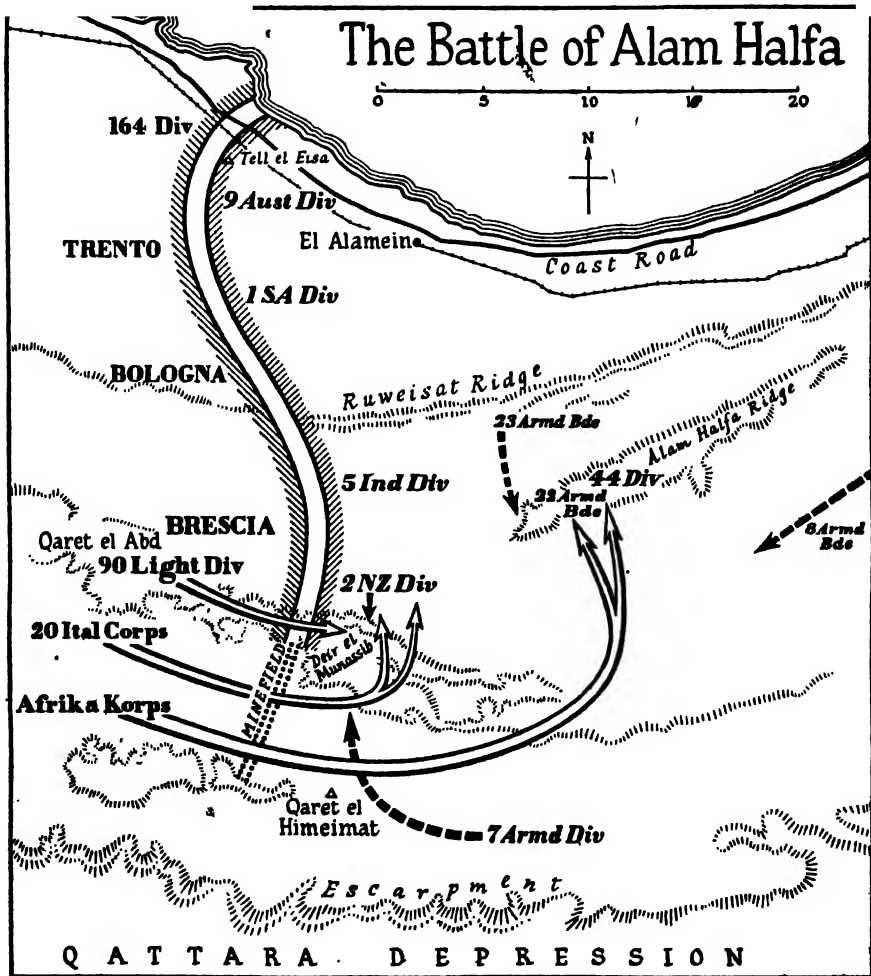
In August 1942 the German-Italian Panzerarmee stood at the crossroads ; a decision had to be made one way or the other. As Rommel aptly remarks, 'the great summer campaign had ended in a dangerous lull'.* Our presence at Alamein was producing a tremendous reaction by the Anglo-American war machine ; convoy after convoy was sighted in the Red Sea and the Gulf of Suez, and it was clear that our enemies were gaining a decisive lead in the race to build up supplies. Moreover these convoys were only the forerunners of an immense flow of troops and war material to the Middle East, and by mid-September Eighth Army would be able to attack in overwhelming force.

Our own supply position was causing grave anxiety ; we were now paying the penalty for the failure to capture Malta, and the island was staging a remarkable recovery. A disquieting feature was the increase in range and striking power of long-range R.A.F. bombers, which attacked shipping in the Cyrenaican ports and interfered with the coastal traffic towards Bardia and Mersa Matruh. Tobruk was heavily bombed on 8 August with permanent damage to the installations ; Benghazi and even Tobruk were very far from the front and the long haul between the supply ports and Alamein imposed an unbearable strain on our road transport. Because of a shortage of locomotives we were only able to use the military railway between Tobruk and El Daba to a limited degree, and here also British bombers found attractive targets. Fortunately we had captured gigantic supply dumps in Cyrenaica and Egypt, but these could no longer provide us with petrol and ammunition. All these factors, combined with the incompetence or ill-will of the Italian transport and shipping authorities, made it obvious that we could not stay indefinitely at Alamein.

The General Staff of the Panzerarmee studied the whole problem carefully and prepared detailed appreciations. A

* *The Rommel Papers*, p. 262.

possible solution was to withdraw all non-mobile formations to Libya, and to leave only armoured and motorized divisions in the forward area. The British excelled at static warfare, while in mobile operations Rommel had proved himself master of the field. So long as we did not remain tied to a particular locality we could hope to hold up a British invasion of Cyrenaica



for a long time. But Hitler would never have accepted a solution which involved giving up ground, and so the only alternative was to try and go forward to the Nile, while we still had the strength to make the attempt. (See footnote, page 141.)

Such was the background of the Battle of Alam Halfa—the turning point of the desert war, and the first of the long

series of defeats on every front which foreshadowed the collapse of Germany. I should stress that as a matter of sober military appreciation, the General Staff of the Panzerarmee did not believe that we could break through to the Nile, and before the attack was launched we pointed out to Rommel that in armoured strength the British had a superiority of 3 : 1, and in air power of 5 : 1. Later information shows that we exaggerated the British superiority in armour—the Panzerarmee had 229 German and 243 Italian tanks against a British strength of about 700—but there was no doubt about British air superiority, and there could be no disputing our argument that we had insufficient petrol for a major battle. In gun power the odds were heavily against us; and the Eighth Army front was now protected by elaborate minefields. This meant that we could not hope to defeat the British by attacking them in their fortifications, and shortage of petrol would be a fatal handicap in any attempt to outflank and outmanoeuvre Eighth Army.*

Rommel was impressed by the arguments of his General Staff and thought seriously of giving up the offensive. But in the end he accepted Kesselring's assurance that he could fly in 90,000 gallons of petrol a day, and we relied on a large tanker due in Tobruk at the end of August. Kesselring did in fact fulfil his promise but most of the petrol was consumed on the long journey to the front, while the sinking of the precious tanker by a submarine off Tobruk harbour on 31 August put an end to any hope of a victorious battle. We were compelled to launch our attack on the night 30/31 August to take advantage of the full moon. Any further delay would have meant a postponement of three weeks, which in the circumstances was out of the question.

During August we heard of important changes of command on the British side. General Alexander had replaced Auchinleck and General Montgomery had taken over command of Eighth Army. There can be no question that the fighting efficiency of the British improved vastly under the new leadership, and for the first time Eighth Army had a commander who really made his will felt throughout the whole force. Auchinleck was an excellent strategist, with many of the

* I am surprised that such an eminent military critic as Chester Wilmot should state that 'Rommel's most significant defeat occurred at Alam Halfa, seven weeks before the main battle of Alamein and at a time when Montgomery's forces were inferior in firepower and armour'. (*The Struggle for Europe*, Collins, 1952, p. 191.) The Eighth Army was skilfully handled at Alam Halfa, but broadly speaking the battle is only another illustration of Napoleon's maxim that 'God on the side of the big battalions'.

qualities of a great commander, but he seems to have failed in tactical detail, or perhaps in ability to make his subordinates do what he wanted. He saved Eighth Army in *Crusader* and saved it again at the beginning of July; however, his offensives later in the month were costly, unsuccessful, and from the tactical point of view extremely muddled. I am unable to say how far this was the fault of Auchinleck, or that of his corps commanders, Ramsden and Gott. But in the light of the July battles, I think Churchill acted wisely in making a change.*

Montgomery is undoubtedly a great tactician—circumspect and thorough in making his plans, utterly ruthless in carrying them out. He brought a new spirit to Eighth Army, and illustrated once again the vital importance of personal leadership in war.

Since we could not pierce the Eighth Army front, we had to seek a way round the flank, and Rommel adopted a plan broadly similar to that of Gazala. The Italian infantry, stiffened by 164 Infantry Division and other German units, were to hold the front from the sea to a point ten miles south of Ruweisat Ridge; the striking force, consisting of 90 Light Division (on the inner arc of the circle), the Italian Armoured Corps, and the Afrika Korps, was to swing round the British left flank and advance on the Alam Halfa Ridge. This was a key position, well in rear of Eighth Army, and its capture would decide the fate of the battle. In case of success 21 Panzer was to advance on Alexandria, and 15 Panzer and 90 Light towards Cairo.†

The advance began on the night 30/31 August; Westphal had now returned from sick leave and resumed his duties as Ia. Rommel took Westphal with his Tactical Headquarters; I remained at Main Headquarters near Sidi Abd el Rahman, and therefore can speak only with indirect knowledge of the course of the battle.

To turn the Eighth Army front south of Qaret el Abd it was necessary to pierce a thick minebelt, which the British had laid almost as far as the Qattara Depression. Right from the start the offensive got into difficulties, for the minefields

* It is true that Churchill had wanted to put Gott in command of Eighth Army, but he was shot down and killed before he could take up the appointment. Gott was a great personality and leader, but later information throws grave doubts on his tactical skill.

† In *The Rommel Papers*, pp. 272-5, Rommel says nothing about Alam Halfa Ridge when explaining his plan, and talks rather vaguely of a thrust to the east and a subsequent advance to the coast. But the whole plan hinged on the capture of Alam Halfa, and this was fully understood before the offensive began.

were far more elaborate than we imagined, and the British covering forces inflicted heavy losses on the mine-lifting parties. This threw our whole timetable out of gear, and gave Montgomery ample time to group his forces. The R.A.F. attacked the minefield gaps; General Nehring, the commander of the Afrika Korps, was wounded in an air attack and General von Bismarck, the brilliant commander of 21 Pänzer, was killed by a mortar bomb. The dawn of 31 August found the Afrika Korps still entangled in the minefields, when Rommel had hoped that it would be sweeping north towards Alam Halfa ridge.

Rommel was half-minded to call off the attack but decided to continue when the Afrika Korps, under Bayerlein's resolute leadership, got through the minefields and made a substantial advance to the east. A heavy sandstorm blew up during the day, and although this added to the difficulties of the march it did give considerable protection from the British bombers. *En route* to Alam Halfa the Afrika Korps ran into very soft sand, which caused further delay and much expenditure of petrol. In *Operation Victory* (p. 148) General de Guingand relates how a false 'going-map' was planted on us in No Man's Land by the British Intelligence; I can confirm that this map was accepted as authentic and served its purpose in leading the Afrika Korps astray.*

It was not until the evening of 31 August that the Afrika Korps could launch an attack on Alam Halfa. The ridge was defended by 44 Infantry Division and 22 Armoured Brigade, whose heavy Grant tanks had been dug-in, and were strongly supported by artillery. The Afrika Korps made a determined attack, supported by Stukas, and with the new Mark IV Special tanks in the van. Their high-velocity 75-mm guns inflicted considerable losses on the British tanks, but the defence was too strong and the attack failed.

The supply traffic through the minefields was exposed to effective attacks by 7 Armoured Division from the south and east, and on the night 31 August/1 September the leaguers of the Afrika Korps were subjected to heavy bombing attacks. On the morning of 1 September Rommel's shortage of petrol was such that he had to limit the attack on Alam Halfa to 15 Panzer Division. It was clear that a frontal attack offered little hope of success, and in other circumstances Rommel would certainly have swung to the east and sought to manoeuvre

* *Editor's note.* Further research shows that the practical effect of this map on German movements was slight. It should be borne in mind that part of the credit for the British victory at Alam Halfa belongs to General Horrocks, who had recently taken over 13 Corps on the southern flank.

the British out of the position. However, lack of petrol prevented any attempt at manoeuvre.

Montgomery concentrated 10 Armoured Division at Alam Halfa and had nearly 400 tanks in this vital area. The attack of 15 Panzer failed, the British artillery battered the Afrika Korps unceasingly, and non-stop bombing inflicted most serious losses. Petrol stocks were almost exhausted, and an armoured division without petrol is little better than a heap of scrap iron. It was no longer a question of capturing Alam Halfa and breaking through to the coast; the whole existence of the Afrika Korps was in jeopardy. Throughout 1 September the panzers lay immobile, unable to advance or retire, and under constant bombardment from guns and aircraft.

On the morning of 2 September Rommel decided to retreat, but shortage of petrol prevented any large-scale withdrawal during the day, and the Afrika Korps had to remain where it was under ceaseless bombing and shellfire. The circumstances were extremely propitious for a British counter-attack, but Montgomery made no move, apart from the harassing operations of 7 Armoured Division north and west of Qaret el Himeimat.

On 3 September Rommel's striking force was in full retreat to the east; we left behind fifty tanks, fifty field and anti-tank guns, and about four hundred derelict vehicles. That night the N.Z. Division attacked southwards towards Deir el Munassib, but the attack was held after bitter fighting. By 6 September the battle was over; the one redeeming feature was that we retained our grip on important British minefields on the southern flank.

Eighth Army had every reason to be satisfied with this victory, which destroyed our last hope of reaching the Nile, and revealed a great improvement in British tactical methods. Montgomery's conduct of the battle can be assessed as a very able if cautious performance, in the best traditions of British generalship, and strongly reminiscent of some of Wellington's victories. There is no doubt that he deliberately forfeited an excellent opportunity of cutting off and destroying the Afrika Korps, when it lay immobile on 1 and 2 September. Montgomery defends himself by referring to the strategic situation and the need to build up for a major offensive, and he remarks: 'The standard of training of the Eighth Army formations was such that I was not prepared to loose them headlong into the enemy.*' No doubt these are cogent

* Lord Montgomery of Alamein, *El Alamein to the River Sangro* (Hutchinson, 1948).

arguments, but one feels that Rommel's reputation, and his well-known brilliance in counter-attack had much to do with Montgomery's caution.

THE DESERT WAR

For months I had been suffering from a severe attack of amoebic dysentery. At the beginning of September I was no longer indispensable on Rommel's staff, and our medical officer strongly advised that I be flown back to Germany. Westphal, for whom I had deputized as Ia since June 1942, had now returned, and there was a new Ic, Major Zolling, who had been holding the post for a couple of months.

Nevertheless I found it hard to say good-bye to North Africa and all my comrades, with whom I had been so closely linked during the hard and varying battles in the desert, the more so since I realized that the situation of the German-Italian Panzerarmee had become hopeless after our final effort at the end of August.

On 9 September, when I reported 'off duty' to Rommel, he handed me an appreciation for the O.K.H. (High Command Army), which I was to give personally to the Chief of the General Staff. This appreciation pointed out the catastrophic supply situation of the Panzerarmee and asked urgently for help. The document ended as follows :

If the absolutely essential supplies cannot reach the Panzerarmee, the latter will not be in a position to resist the united forces of the U.S.A. and the British Empire, i.e. of two world powers. Despite its bravery the Panzerarmee will sooner or later suffer the fate of the Halfaya garrison.

Indeed at this stage the only course was to maintain a mobile system of defence and withdraw the main body of our forces to Libya. The refusal to consider such a policy doomed the Panzerarmee Afrika, just as the same attitude sealed the fate of Paulus' Sixth Army at Stalingrad.*

It is idle to speculate on what might have happened if Rommel had been present in Africa when Montgomery's attack was launched in October. Rommel was on sick leave ; he flew back at once but arrived to find the position badly compromised and the reserves partially committed. Given Montgomery's great superiority in force, and his ruthless

* General Warlimont, Keitel's deputy at O.K.W., visited us in July, and stressed the importance of our remaining at Afamein, in view of Kleist's impending invasion of Persia from the Caucasus.

determination to win whatever the cost, I cannot see how defeat could have been avoided.

In conclusion I would like to make a few remarks about the nature of the desert war.

Firstly, as regards our Italian allies, I have no sympathy with those who talk contemptuously about the Italian soldier, without pausing to consider the disadvantages under which he laboured. The armament of the Italian Army was far below modern requirements; the tanks were too light and very unreliable from a mechanical point of view. Most of the Italian guns did not have a range of over five miles, while British batteries had an effective range of five to fifteen miles. The Italian wireless sets were quite unsuited to mobile warfare and could not function on the move. The rations were inadequate, there were no field kitchens, and there was a most serious discrimination between officers and men. The training and efficiency of the junior officers were on a very low level, and they had no close contact with their men. Senior commanders and staff officers were fairly well-trained, and proved reasonably capable.

During the North African campaign Italian troops gave many proofs of dash and courage; this applies particularly to those who came from the old cavalry regiments, and to air force units. But although they could be induced to advance with great dash, they lacked the coolness and phlegm required in critical situations, and generally speaking the fighting qualities of Italian formations could not be compared with those of Eighth Army.

The divisions of Eighth Army, whether British, Indian, New Zealand, South African, or Australian, were of entirely different metal; they were tough troops and their fighting morale was high. The Long Range Desert Group was particularly good. During my service in Africa I had ample opportunity of observing the unshakeable equanimity of the British, under all conditions of war.

I do not propose to discuss British generalship; their commanders committed many grave blunders and suffered some needless and sanguinary disasters. Even the best of their generals were not as dashing or versatile as Rommel, and I don't think the British ever solved the problem of mobile warfare in open desert. In general the British method of making war is slow, rigid and methodical; they trust to their sea power and the vast resources of their Empire and Dominions. It is highly probable that the senior British Air Force officers are more original and enterprising than those of the Army,

and I may remark in passing that their Mediterranean fleet produced some brilliant officers.

The fighting in North Africa was hard on both sides, but it was fair. Prisoners of war were decently treated, and a feeling of mutual respect developed among the combatants. This feeling forms a bond between veterans of the desert war regardless of the side on which they fought, and I have come across many instances of this when talking to former adversaries in the Union of South Africa.

One of the finest examples of the chivalrous spirit developed by the campaigns in the Western Desert, was shown in Winston Churchill's speech in the House of Commons on 27 January 1942, when he said of Rommel : ' We have a very daring and skilful opponent against us, and, may I say across the havoc of war, a great general.' He adds in his memoirs :*

My reference to Rommel passed off quite well at the moment. Later on I heard that some people had been offended. They could not feel that any virtue should be recognized in an enemy leader. This churlishness is a well-known streak in human nature, but contrary to the spirit in which a war is won, or a lasting peace established.

* Winston S. Churchill, *The Second World War, Vol. IV, The Hinge of Fate* (Cassell, 1951), p. 59.

PART THREE

RUSSIA

X

INTRODUCTION TO RUSSIA

INTERLUDE

DURING OCTOBER AND part of November 1942 I was in hospital at Garmisch in the Bavarian Alps, where I was endeavouring to get rid of the amoebic dysentery I had contracted in Africa. This is surely the most objectionable desert disease ; it may easily become fatal, because these little amoebæ have an unkind inclination to make a home in the liver of their victims and feed on it ; if they do the end is usually near, unless an energetic war is waged on them. Luckily the German Tropical Institute had some excellent ways of combating these repulsive little fellows. A radical cure and my ' convalescence ' in the Russian winter of 1942/43 (with liberal and healthy doses of vodka) soon got me right again, and in no time I was up and doing.

I had been almost fifteen months in the North African desert, and the weeks I spent in the Bavarian Alps were like Paradise. Even the Royal Air Force left us alone down there, and soon we forgot all about the ' German Glance '—on and near the African front one always had to be on the look-out for hostile aircraft and ready to jump for cover ; this staring into the sky was called by the soldiers ' *Der deutsche Blick* ', a parody on the ' *Deutsche Gruss* ' (the German salute).

During the quiet weeks in hospital I had long discussions with men who had gone through the ghastly winter months of 1941/42 in Russia. The German armies were surprised by this exceptional winter. The High Command had counted on a victorious conclusion to the war with Russia in the late autumn, so no special arrangements had been made to protect the troops against the hardships of a Russian winter, let alone a winter so unusual as that of 1941/42. I also spoke to an officer who had been wounded in the Caucasus a few weeks previously. The German offensive against the oilfields had seemed to be going well, but had then got stuck in the mountains. The wireless brought news about the bitter fighting near Stalingrad, but there, too, no progress was being made.

Stalingrad, El Alamein ; those two names showed the immense gain of territory made by the German armies in three years of fighting. A few weeks before I had watched Rommel studying maps which showed where he proposed to cross the Nile and the Suez Canal. Decisive operations were being planned for the conquest of the Middle East—von Kleist's armies were closing in on the Caucasus, from where they were to advance into Persia. Now we were held at Alamein ; our last attack had failed completely at the beginning of September. A cool appreciation of the North African situation revealed the growing strength and power of the British Eighth Army, a development which meant that sooner or later we would lose North Africa. Listening to the wireless my thoughts were always with my comrades in the desert whom I had been compelled to leave behind a few weeks before, and I followed Montgomery's offensive with a heavy heart. On 3 November he broke through our lines at El Alamein and on 8 November American and British forces landed in Morocco and Algeria. Catastrophe loomed on the horizon ; the German-Italian Forces in North Africa were doomed.

Then in late November came the crushing news that the Russian armies north and south of Stalingrad had broken through the German-Rumanian lines. This meant that the German Sixth Army was encircled in the Stalingrad area, that the great offensive of 1942 had broken down, and that our whole front in South Russia was in the gravest peril.

ARMoured WARFARE IN THE EAST

In the chapters which follow I shall be dealing with some of the most tragic events in the history of German arms—grim and bloody battles of attrition, desperate counter-attacks, lengthy and heart-breaking retreats. These operations deserve very careful study, for apart from their historical interest they reveal the formidable qualities of the Russian soldier, and the strength and weakness of his military machine. But before discussing the sombre and gloomy battles of 1943/45, I think it would be as well if I gave some account of German armoured forces in the attack, during the days when our offensive power was still mighty and relatively unimpaired.

I shall say little of the battles of 1941—these have been very fully described in General Guderian's *Panzer Leader*. Broadly speaking our offensives of 1941 illustrate the wisdom of Jomini's comment, apropos of Napoleon's invasion, that 'Russia is a country which it is easy to get into, but very

difficult to get out of'. In the first weeks of the invasion the German *Blitzkrieg* looked like carrying everything before it. At the outset the Red Air Force—technically very inferior—was overwhelmed by the Luftwaffe, and the panzer divisions drove far and deep into Russian territory. It will always be a question whether a different strategy on Hitler's part would have enabled us to force a decision in the critical year of 1941. The drive on Moscow, favoured by Guderian, and temporarily abandoned in August in favour of the conquest of Ukraine, might have yielded decisive results if it had been ruthlessly pursued as the dominating *Schwerpunkt* of the invasion. Russia might have been paralysed by a thrust at the heart of Stalin's power, for the conditions of 1941 were very different from those of 1812. Moscow was no longer a barbaric metropolis in the middle of a primitive and amorphous state, but was the nexus of Stalin's administrative machine, a great industrial area, and—perhaps most important—the centre of the railway system of European Russia.

It should not be overlooked, however, that although the German forces were greatly superior in quality, and enjoyed overwhelming air support, yet they suffered from grave disadvantages. The most serious hindrance to our invasion was the primitive nature of the Russian road system, and on this point Liddell Hart makes some very pertinent comments : *

If the Soviet régime had given her [Russia] a road system comparable to that of western countries, she would probably have been overrun in quick time. The German mechanized forces were baulked by the badness of her roads.

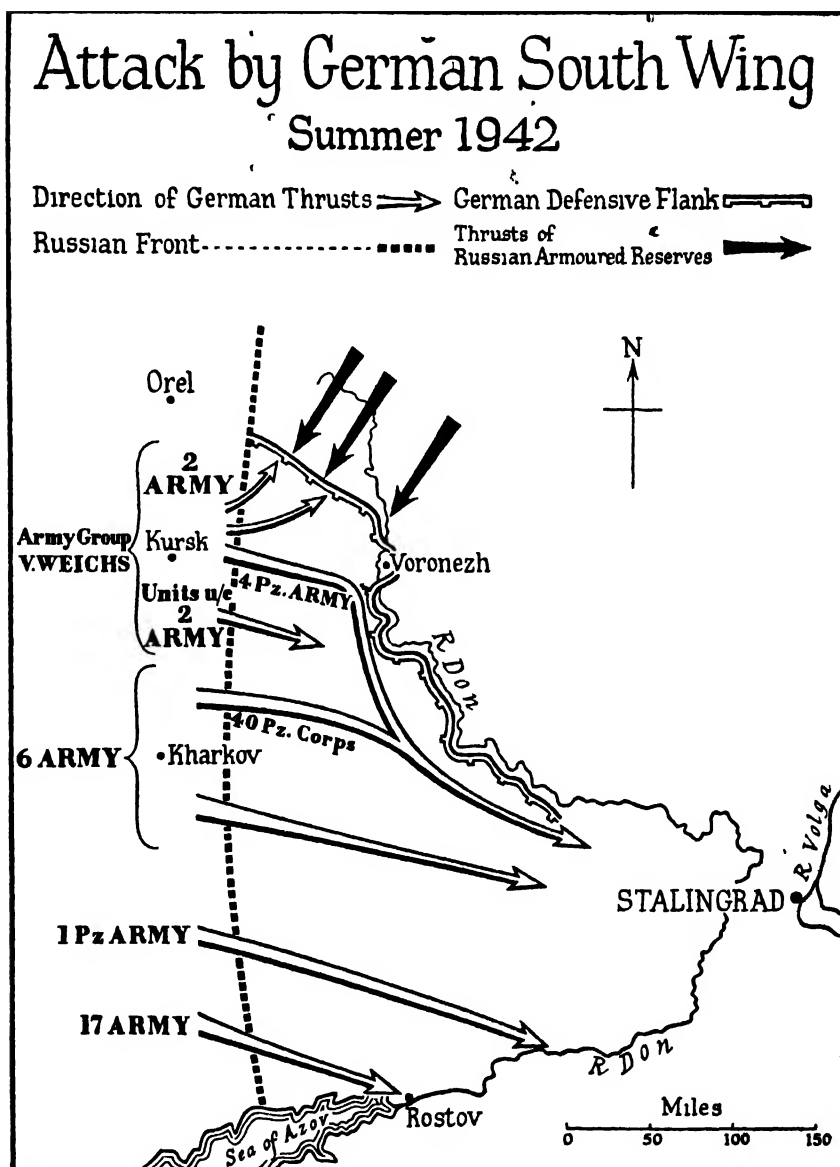
But this conclusion has a converse. The Germans lost the chance of victory because they had based their mobility on wheels instead of tracks. On these mud-roads the wheeled transport was bogged when the tanks could move on.

Panzer forces with *tracked* transport might have overrun Russia's vital centres long before the autumn, despite the bad roads.

A second factor was the very high quality of the Russian tanks. In 1941 we had nothing comparable with the T34, with its 50-mm maximum armour, 76-mm high-velocity gun, and relatively high speed with splendid cross-country performance. These tanks were not thrown into the battle in large numbers until our spearheads were approaching Moscow ; they then played a great part in saving the Russian capital. Guderian describes how his 24 Panzer Corps was violently attacked to the north-east of Orël on 11 October 1941, and

* B. H. Liddell Hart, *The Other Side of the Hill* (Cassell, 1948 edition), p. 174.

remarks significantly: 'Numerous Russian T34s went into action and inflicted heavy losses on the German tanks. Up to



this time we had enjoyed tank superiority, but from now on the situation was reversed.' * As a result of Guderian's representations, measures were taken to speed up the production

* *Panzer Leader*, p. 237.

of our Mark III Special and Mark IV Special, and also to strengthen the existing armour of our Mark III and IV tanks.*

Coming to our summer offensive of 1942, I propose to describe the German break-through to the line of the Don, because it illustrates very clearly the principles which governed our conduct of armoured warfare, and the reasons why we achieved such spectacular tactical successes. The German offensive in South Russia in June and July 1942 illustrates once again the vital importance of manoeuvre in warfare, and gives point to Guderian's expression: 'The engine of the tank is no less a weapon than its gun.'

During this advance our panzers were supported by a dominant air force, but in the eastern theatre of war this was of less significance than in France or Africa. In the western campaigns of 1940 and 1944/45 air power had a great effect on the armoured battle, but on the vast plains of Russia, tank armies were the main instrument of victory. Air support could only be secured locally and for restricted periods and never attained the degree of efficiency achieved in the western theatre by the Germans in 1940 and by the Anglo-Americans in 1944/45.

I do not wish to suggest for a moment that air support is not highly desirable in Russia, but merely that the enormous fronts of 1941/42 and the relative weakness of the air forces engaged, limited the effects of air power. In fact, the Russian campaigns show that the more tank forces can be supported and supplied by air, the more extended will be the mobility of their armoured units and the better their chances of success.

The sketch map on the opposite page shows the front in South Russia in mid-June 1942, and the direction of the German thrusts. During the summer of 1942 our southern armies were allotted the task of smashing Marshal Timoshenko's Army Group and cleaning out the Don-bend between Rostov and Voronezh, thus preparing a jumping board for a later advance on Stalingrad and towards the oilfields of the Caucasus. Operational planning set down the move on Stalingrad and the Caucasus for a later period, perhaps not before 1943.

* After the French campaign, Hitler had seen the need for improving the fire-power of our tanks and had directed that the 37-mm on the Mark III should be replaced by a long high-velocity 50-mm gun (50-mm L60). Guderian describes (*op. cit.* p. 138) how Hitler's instructions were modified by the Army Ordnance Office, which replaced the 37-mm with the short low-velocity 50-mm L42, without seeking the Führer's authority. Guderian says that Hitler 'became extremely angry and he never forgave the responsible officers of the Ordnance Office for this high-handed act'. Hitler's irritation is excusable, for this disobedience went far to lose us the war.

The *Schwerpunkt* of the operation was initially with Army Group Weichs, which comprised three armies including the Fourth Panzer Army. Army Group Weichs was told to break through the Russian front in the Kursk sector. Then Fourth Panzer Army with two armoured corps was to thrust through the gap and make for the Don at Voronezh. From there the Fourth Panzer Army was to swing to the right, and, incorporating the armour of Sixth Army on its flank, was to sweep southwards along the Don. It was hoped that many Russian divisions would be trapped in the great bend of the river between Rostov and Voronezh.*

Infantry armies were to attack simultaneously and protect the flanks and rear of the armour, particularly the northern flank which would be exposed and highly vulnerable. Army Group Weichs was to advance across ideal tank country—open rolling plains on which our panzers could manoeuvre with complete freedom.

Marshal Timoshenko's Army Group had been weakened in an abortive offensive south of Kharkov in May; moreover, the Russian High Command believed that we would attack in the Moscow area and disposed its strategic reserves accordingly. The German attack between Kursk and Kharkov was launched on 28 June, and came as a stunning surprise. A complete break-through was achieved, and Fourth Panzer Army thundered through the gap and headed for the Don.

General Hoth, the Commander of Fourth Panzer Army, had orders to reach the Don River at Voronezh and then make a right turn to the south. He fulfilled this object within ten days, covering 120 miles, and fighting continuous actions and battles on the way. It is beyond the scope of this study to describe these operations in detail, so I will confine myself to pointing out the main factors in Hoth's success. They can be summed up as follows:

- 1) The order given to the armour by the High Command, i.e. by Army Group Weichs and Army Group South, was clear cut, and was never changed, amended or otherwise altered. The Russian reserves, moved up in all haste, were first overrun by the German armour, and were then dealt with by infantry divisions following up. The gravest risks were readily accepted. There was never any need for General Hoth to deviate from his true objective—the Don bank at Voronezh.
- 2) The Luftwaffe supported the moving armour only, and no other formations were given air support.

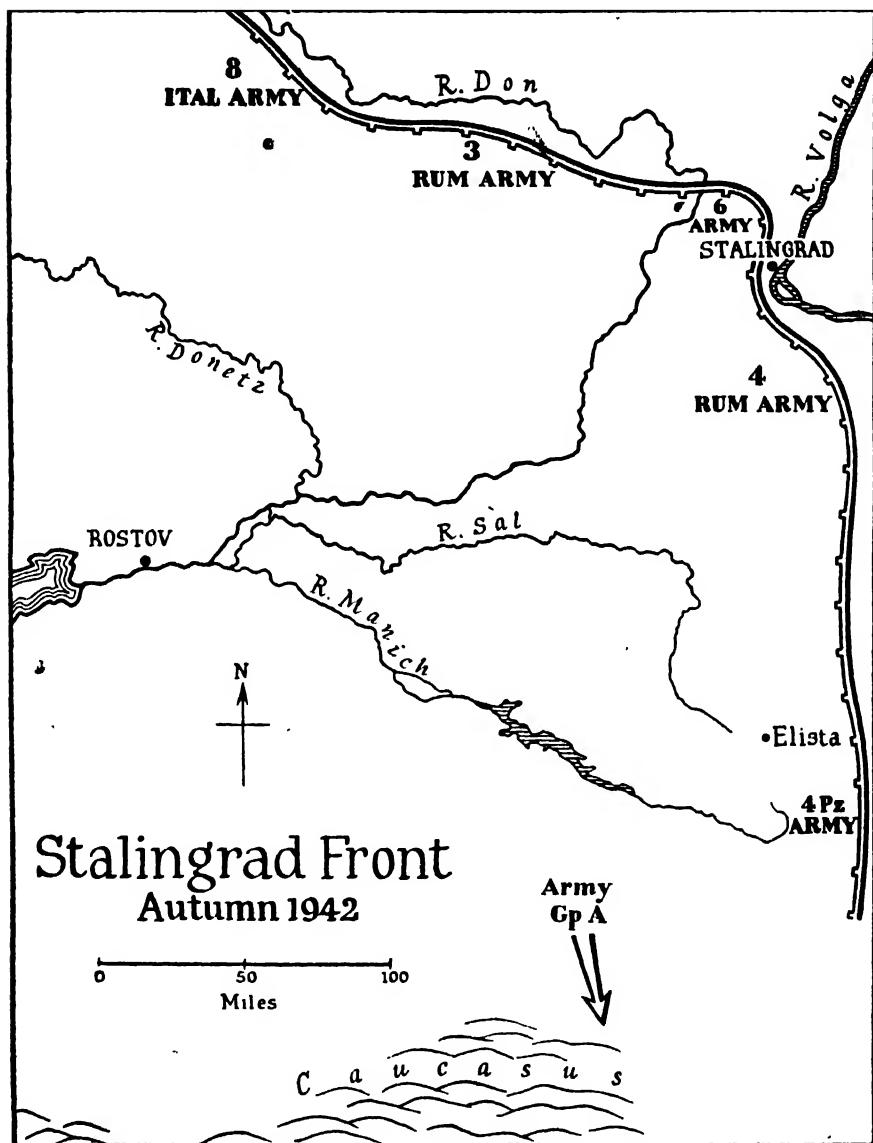
* For this important operation Fourth Panzer Army had 800 tanks and assault guns, a powerful force but by no means an overwhelming one.

- 3) Air reconnaissance flights and wings were put under direct command of Fourth Panzer Army; this enabled divisions and corps to get timely warning of the arrival of Russian armoured reserves in the battle area. In the tank battle of Goroditnie—midway between Kursk and Voronezh—the leading Russian tank formations ran head on into the anti-tank guns of the Panzer Corps and were then wiped out by German tanks attacking them in flank and rear. Their commanders were able to look in good time at ‘the crest of the hill’, they could set traps for the approaching Russians and smash their counter-attacks one after the other. Like the French in 1940, the Russian Command lost its head and the reserves piecemeal. This played into the hands of the Fourth Panzer Army.
- 4) All senior officers, including Corps Commanders handling several panzer divisions, travelled in the forefront of the advance. Even General Hoth was more often with the leading tank units than with his staff, although Army Headquarters was always uncomfortably close to the front. The Divisional Commanders drove with the foremost tanks and were accompanied by armoured signal links with whose help they directed the complicated movements of their troops. They got a first-hand impression of the progress of the battle and were able to take instant advantage of every opportunity. Many of the officers in Fourth Panzer Army had served in the cavalry, and retained much of the dash and élan associated with the *arme blanche*.

During the advance of Fourth Panzer Army to the Don, the infantry of the German Second Army drew an ever-thicker curtain between Voronezh and Orel, a curtain the Russian armour tried in vain to penetrate. On reaching Voronezh the panzer divisions executed their swing to the south. This ‘right-turn’ coincided with particularly violent attacks against Second Army, and there was a strong temptation to hold back the armour to support the infantry. One Russian armoured corps after another came up and hurled itself against the northern flank, which was still weak and inadequately protected. But the road to the south lay open, and the German Army Groups refused to be diverted from their aim. Army Group Weichs and Army Group South brushed aside the misgivings of Second Army, and strict orders were given for all available tanks to attack southwards. Thanks to the will-power and resolution of Field-Marshal von Weichs, and his colleague Field-Marshal List, a spectacular victory was won. Timoshenko’s armies were rolled up from north to south, and Hoth’s panzers raced along the flat bare plains between the Donetz and the Don. The heat and dust were trying to the

troops but nothing stopped the advance ; Rostov fell on 23 July and our High Command claimed 240,000 prisoners.

The depth of the battlefield was limited by the Don River,



which prevented the troops hurling themselves into unlimited space. In fact the vanguard of Fourth Panzer Army actually crossed the Don and entered Voronezh on 3 July, quite contrary to the original plan. After all, it is not easy for the

High Command to restrain the daredevil, quick thinking, and resolute leader riding against the enemy in the foremost tank. In this case, a squadron commander, intoxicated by the impetus of headlong pursuit, hurled his fifteen to twenty tanks right into Voronezh, having wrenched an undamaged bridge from the Russians, and carried with him and after him his battalion, his regiment, and finally the whole division.

The advance to the line of the Don, and the subsequent exploitation towards Rostov and the Don Bend, illustrates the offensive power of the German armour when properly controlled and directed. The tactical superiority of our panzer divisions was fully demonstrated, but the conduct of armoured warfare in vast spaces also requires generals with a mastery of strategy. We possessed generals of this type, and we also possessed Adolf Hitler.

Indeed, the great victories of June and July 1942 were thrown away because the German Supreme Command lacked the strategic insight to exploit success, and fumbled at the moment when decisive victories were almost within reach. The Russians had suffered crushing losses and their High Command was badly rattled, but it was vital to give them no chance to recover balance. Field-Marshal von Kleist, the commander of First Panzer Army, has asserted that Stalingrad could have been taken in July 1942, and he told Liddell Hart : *

The 4th Panzer Army was advancing . . . on my left. It could have taken Stalingrad without a fight at the end of July, but was diverted south to help me in crossing the Don. I did not need its aid, and it merely congested the roads I was using. When it turned north again, a fortnight later, the Russians had gathered just sufficient forces at Stalingrad to check it.

There followed one of the greatest misfortunes in German military history—the splitting of our effort between Stalingrad and the Caucasus. It was von Kleist's opinion that he could have attained his object and reached the vital oilfields of the Caucasus if his forces had not been drawn away piecemeal to assist our Sixth Army at Stalingrad. When Stalingrad was not taken in the first rush, it would have been better to mask it, for by concentrating his offensive on a great city and resorting to siege warfare, Hitler was playing into the hands of the Russian Command. In street warfare the Germans forfeited all their advantages in mobile tactics, while the inadequately trained but supremely dogged Russian infantry were able to exact a heavy toll.

* *The Other Side of the Hill*, p. 214.

In the autumn of 1942 Hitler committed the oldest and *simplest mistake in warfare—neglect of the principle of concentration. The diversion of effort between the Caucasus and Stalingrad ruined our whole campaign.*

ENCIRCLEMENT AT STALINGRAD

There is very little authentic material available on the Battle of Stalingrad—Pliévier's book * contains some grim and vivid pen-pictures but it is essentially a work of fiction, written without direct knowledge of the events it purports to portray. Very fortunately I have had the assistance and advice of a senior officer who was with the Stalingrad army until a few days before the final surrender. This is Colonel H. R. Dingler of the German General Staff; he served as Ia of 3 Motorized Division and has put his detailed account of the operations at my disposal.

Dingler says that on reaching Stalingrad the German attackers had reached the end of their power. Their offensive strength was inadequate to complete the victory, nor could they replace the losses they had suffered. These facts were sufficient not only to justify a withdrawal but to compel a retreat. However, the German Supreme Command refused to accept the idea of retreat, disregarding the lessons taught by history and the experience of previous wars. The result of this attitude was Stalingrad and the utter destruction of an army.

In this connexion Dingler quotes Clausewitz :

The condition in which an attacking force may find itself on attaining its objectives may be such that even a victory may compel a withdrawal, because the attacker may not have enough offensive power left to enable the troops to exploit their victory, or because he is unable to replace casualties.

This dictum seems to recall Napoleon's comment on the Battle of Borodino in 1812 : 'Had I pressed my victory home, I would have had no troops for further victories.' Such a state of affairs can easily occur in operations against Russia, with her vast spaces, unyielding climate, and immense resources.

Dingler relates that on 21 August 1942, 16 Panzer Division and 3 Motorized Division of 14 Panzer Corps advanced from the Don bridgehead at Peskawatka towards the Volga north of Stalingrad. 14 Panzer Corps was given the task of covering the northern flank of the main German forces advancing

* *Stalingrad. The Death of an Army* (Athenzium, 1952).

between the Volga and the Don on Stalingrad ; the distance between the two rivers was approximately forty-five miles. 16 Panzer Division was to take up a position facing north, with its right wing on the western bank of the Volga. 3 Motorized Division was to join the left wing of 16 Panzer Division ; the line between 3 Motorized Division and the Don River was to be occupied by infantry divisions.

The terrain between Don and Volga is steppe country with desert characteristics. The altitude varies between 225 and 500 feet above sea-level. The German advance was hampered by numerous Balkas (dry river beds with steep and precipitous banks mostly running in a north-south direction). The resistance offered by the Russians between the Don and the Volga was comparatively slight. Centres of resistance were usually left alone by the mobile troops, and were dealt with later by the infantry who followed behind. 14 Panzer Corps did not find it very difficult to take up its allotted north-facing defensive positions. But in the sector of 3 Motorized Division there was one hill and one Balka which did not surrender and were to give great trouble for a number of weeks.

Dingler points out that the initial resistance of the Russians on the hill was not taken very seriously, and it was confidently expected that it would fall as soon as the whole division came up. He says : ' Had we known that this very hill would cause us so much trouble and many losses during the months to follow, we would have pressed home our attack more energetically.' Dingler draws the following conclusion :

This incident taught us an important lesson. When we were unsuccessful in throwing the Russian out of his position, or in breaking through or surrounding him, while we were still carried forward by the momentum of our forward move, further attempts usually brought us heavy losses or demanded much stronger forces to subdue resistance. The Russians are masters at digging in and erecting field fortifications. They are infallible at discovering positions which are essential for future operations, such as this hill, where they could sit and look far into our rear.

The Balka held by the Russians was in the rear of 3 Motorized Division ; it was long, narrow, and very deep, and held out for week after week. Dingler's account of the operation reveals the tenacity of the Russian soldier when fighting on the defensive :

All our attempts to get the better of the Balka held by the enemy had so far been in vain. We tried Stuka attacks and artillery shoots. We had assault troops attacking it ; they achieved nothing, but suffered heavy losses. The Russians had dug themselves in

too well. We thought that about 400 men was a more or less correct estimate of the enemy's strength. In normal circumstances a force of that size should have surrendered after a fortnight. After all, the Russians were completely cut off from the outside world. Nor was there any chance of supply by air, as at that time we had undoubted air superiority. Now and then at night small single-seater open aircraft tried their luck and dropped an insignificant quantity of supplies to the encircled Russians. One must not forget that Russians are not like normal soldiers where supplies are concerned. On many occasions we found out how little they needed.

This Balka was a thorn in our side, but we could not count on reducing it by starving the garrison. Something had to be done.

Having exhausted all the wiles and arts which our training as staff officers had taught us, we thought it would be a good thing to allow the real fighting man a chance. Therefore we called in our lieutenants. Three of them were instructed to go into the matter and think up something useful. After three days they reported back and submitted their plan. They suggested subdividing the Balka into several sectors and putting tanks and anti-tank guns opposite the holes of the Russians on the slopes below. Then our assault troops were to work themselves down to these holes and smoke them out.

Everything went according to plan—the Russians didn't even wait to be fetched personally from their holes but followed the invitation of a few hand-grenades and other explosives. We were very surprised when we counted our prisoners and found that instead of 400 men, we had captured about a *thousand*. For nearly four weeks these thousand men had subsisted on grass and leaves and on a minimum of water which they dug up by sinking a deep hole into the ground. What is more, they not only had lived on so little, but put up a stiff fight to the very end.

Meanwhile the main German assault was proceeding against the City of Stalingrad. Russian resistance was very strong and determined and the attacking troops were compelled to fight their way forward street by street, block by block, and house by house. The losses suffered were fearful and the fighting strength of the troops dwindled alarmingly.

Stalingrad is situated on the western bank of the Volga, which is more than two miles broad at this point, and the city extends from north to south for over twenty miles. The core of the city consists of modern factories, while on the outskirts there are, or rather were, the small wooden dwellings of the population. The precipitous bank of the river offers excellent possibilities for the defender, and small nests of resistance held out here until Stalingrad was again in Russian hands. The factory buildings also had great defensive value and our efforts

to liquidate these positions caused us very disproportionate losses. By Hitler's personal order five engineer battalions were flown to Stalingrad, but their strength ebbed away after a few days. Tactically these nests of resistance did not influence the general situation in the Stalingrad area at all, but Hitler thought that the mopping-up of the city was a matter of political prestige. Thus many of the best German formations were sacrificed and irreparable losses were suffered.

During this fighting 14 Panzer Corps was settling down in defensive positions on the northern flank of the Stalingrad sector. The terrain was flat and open rising gently to the north, and as far as 3 Motorized Division was concerned, it was very difficult to find positions not overlooked by the Russians—they still held the dominating hill mentioned above. Divisional Headquarters dug trenches in a very shallow Balka, and Dingler says, 'there we sat for two months and many an anxious moment was spent there'. He adds: 'Our shallow Balka had only one advantage; no senior officer ever risked visiting us.'

Early in September the Russians began to attack 14 Panzer Corps to ease the position of the defenders of Stalingrad. These attacks were invariably supported by strong armoured forces; day after day more than 100 tanks with the typical Russian massed infantry hurled themselves against the panzer corps. The attacks conformed to the accepted Russian principle—once 'Ivan' makes up his mind to launch an attack and gain certain objectives, he throws in masses of troops and continues to do so until he has secured his objectives or exhausted his reserves. Consideration for casualties plays no part whatever, and does not influence Russian determination at all. The attacks against the northern sector continued until late in October, and Dingler makes the following comments on them:

I do not say too much when I state that during these attacks our position seemed hopeless on more than one occasion. The reinforcements in men and material we received from home were utterly insufficient. Those men who had no previous battle experience were quite useless in this hard fighting. The losses they suffered from the first day in the fighting line were staggering. We could not 'acclimatize' these people gradually to battle conditions by attaching them to quiet sectors, because there were no such sectors at that time. Nor was it possible to withdraw veterans from the front to give these raw recruits thorough training.

The Russian artillery fire was very heavy indeed. Not only did the Russians shell our forward lines, but their long-range guns fired far into our rear. It may be worthwhile to make a few remarks on

our experiences during those anxious weeks. Our artillery then became one of the most important factors in the defence system. As casualties increased and the strength of our infantry decreased, the main burden of repulsing Russian attacks had to be borne by the guns. Without our artillery, so well-trained and efficient, it would have been impossible to hold out as long as we did against massed attacks, persistently repeated. In principle we only used concentrated artillery fire, and we tried to shoot up the Russian assembly areas before they had time to develop their attacks. It was interesting to note that Russians are very sensitive to artillery fire, if to nothing else.

We learned not to use positions on forward slopes, as they could not be protected against attacks by armour. It must not be forgotten that our main anti-tank defence lay in our armour, and we concentrated all tanks in hollows immediately behind the main line of resistance. From these positions they were able to knock out the Russian tanks as soon as they reached the crest of the height above. At the same time the panzers were able to protect our infantry on the reverse slope from being overrun by Russian armour.

That our tactics were quite effective is shown by the fact that we counted more than 200 Russian tanks knocked out during this two months fighting on our divisional front.

The commander of 14 Panzer Corps, General von Wietersheim, realized that the situation was deteriorating rapidly, as his corps became weaker day by day, whereas the Russian attacks grew fiercer and were carried out with an unheard-of sacrifice of men and material, and a complete disregard of the most bloody carnage. The moment would soon come when he would no longer be able to protect the northern flank of the forces attacking in the Stalingrad area. General von Wietersheim reported along these lines, and submitted that the formations operating in the Stalingrad venture be withdrawn to the west bank of the River Don, if no reinforcements could be made available. Had his proposal been accepted, there would have been no Stalingrad catastrophe. But it was not accepted, nor were reinforcements sent forward; the only result of von Wietersheim's report was that he was relieved of his post because he held opinions which those above him regarded as too pessimistic.* During October the Russian attacks against 14 Panzer Corps diminished in strength; the enemy was regrouping his forces and getting ready for a big counter-offensive.

Divisional and even corps staffs in the Stalingrad area knew precious little about the general situation, as Hitler's orders allowed nobody to know more than was absolutely necessary

* He was replaced by General Hube.

for carrying out his immediate task. Consequently, mad rumours circulated among the rank and file. But quite apart from rumours, the strategic situation was serious enough. Six miles south of Stalingrad the Russians still held a strong bridgehead at Beketonskaya, and they also retained bridgeheads on the western bank of the Don. It became known that Hungarian, Italian and Rumanian armies had occupied positions on the Don from Voronezh southwards; this certainly did not serve to encourage the German troops—the fighting value of our allies was never over-estimated, nor was their poor equipment calculated to enhance their reputation. Nobody could understand why Rumanian formations had given up part of the huge Don bend, allegedly to save troops for other purposes, but actually yielding an area which it would have been easy to defend, and thus handing over a most valuable bridgehead to the Russians.

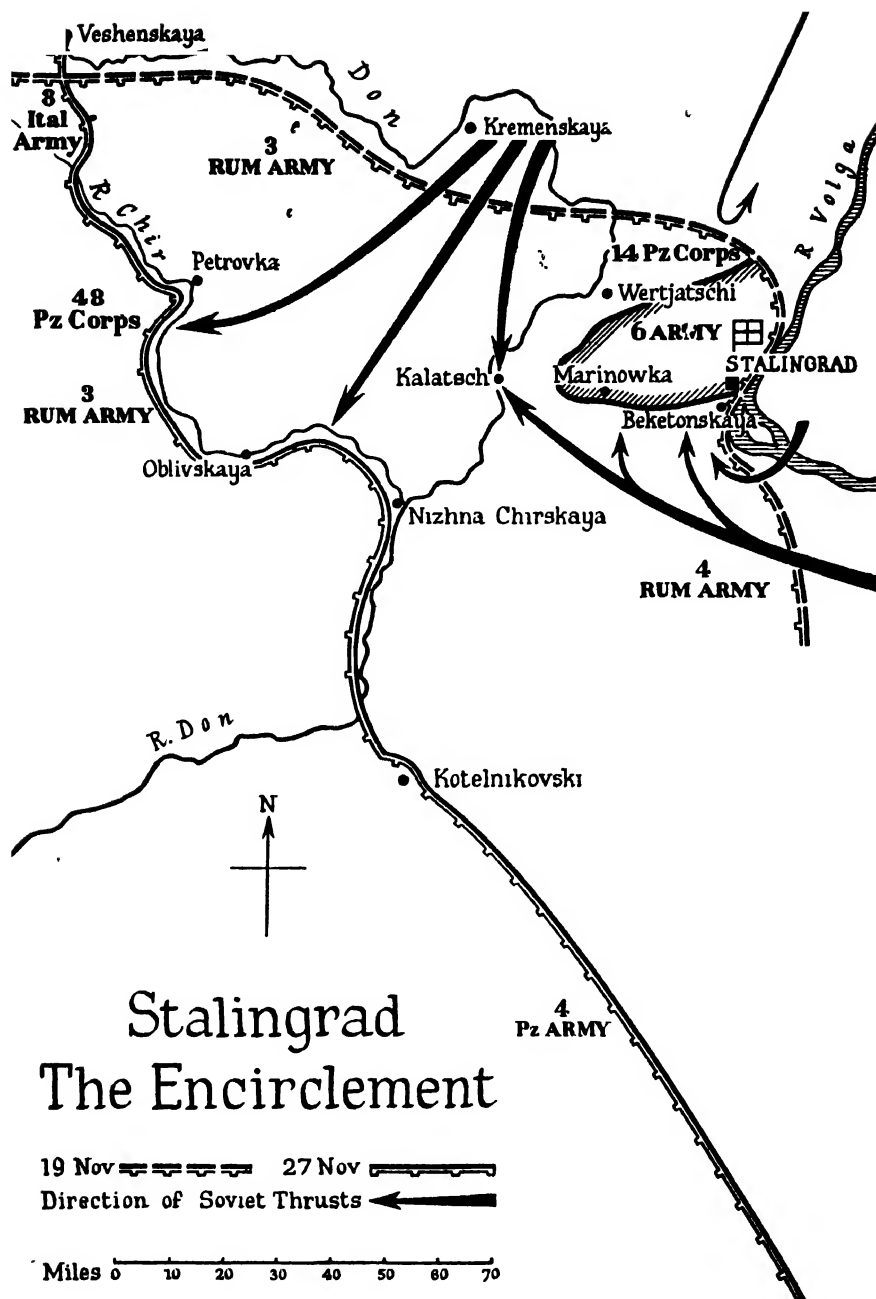
In November a new panzer corps, consisting of a German and a Rumanian armoured division, moved into the Don bend. This was 48 Panzer Corps, and at the end of November I was appointed its Chief of Staff. But meanwhile the Russian offensive had been launched with a crushing superiority in numbers and all the advantages of surprise.

On 19 November General Rokossovsky's Tank Army attacked in overwhelming strength from its bridgehead at Kremenskaya in the Don bend; the thrust was launched in conjunction with an attack from the Beketonskaya bridgehead south of Stalingrad. Both blows fell on Rumanians—their Third Army was holding the Don bend, and their Fourth Army was south of Stalingrad. I pass in silence over the scenes of panic and confusion produced by this new Russian offensive; * the two thrusts made rapid headway, and converged towards Kalatsch on the River Don.

Colonel Dingler thus describes how the news of these developments was received in 3 Motorized Division:

On 20 November things began to happen around Stalingrad. 16 Panzer Division, our neighbour on the right, received orders to

* In his book *Stuka Pilot* (Euphorion, 1952), p. 63, Hans Rudel says of the break-through in the Don bend on 19 November: 'One morning after the receipt of an urgent report our wing takes off in the direction of the bridgehead at Kletskaja. The weather is bad, low lying clouds, a light fall of snow; the temperature probably 20 degrees below zero; we fly low. What troops are those coming towards us? We have not gone more than half way. Masses in brown uniforms—are they Russians? No, Rumanians. Some of them are even throwing away their rifles in order to be able to run the faster; a shocking sight, we are prepared for the worst. We fly the length of the column heading north, we have now reached our allies' artillery emplacements. The guns are abandoned not destroyed. The ammunition lies beside them. We have passed some distance beyond them before we sight the first Soviet troops.'



leave their present positions at once and move to the western bank of the Don by way of Kalatsch. Something very serious must have happened.

On 21 November we heard from our supply troops who were stationed on the east bank of the Don and south of Kalatsch, that Russian tanks were approaching the town from the south. Other supply units stationed in the area west of the Don informed us by wireless that Russians were approaching Kalatsch from the north. It was clear that the *encirclement* of Stalingrad would soon be a reality. We realized how difficult it would be to break that ring with the forces at our disposal—their weakness was only too apparent.

If the Russians decided to advance with powerful forces in the area west of the Don their line of encirclement would be a very hard nut to crack. In spite of all these worries everybody remained calm, in our sector. There was not the slightest suspicion of panic—after all, most of us had gone through the experience of an encirclement or two. It couldn't be very much worse this time, and everything would turn out all right in the long run.

All remained quiet on the northern front. On 24 November it became clear beyond any doubt that we had been encircled by strong Russian forces. In his large-scale offensive, the enemy coming from the north had broken through the Don bend and, having been stopped for a short time on the southern edge of the bend, had appeared in Kalatsch with a huge tank force. It was most regrettable that, making use of the moment of surprise and of the general confusion prevailing on the German side, he had succeeded in taking possession of the bridge across the Don before it could be demolished.

Simultaneously Russian forces, debouching from their bridgehead at Beketonskaya, had advanced through the steppe from the south without encountering any serious resistance, as there were no German fighting troops in that sector, only supply units.

Our formations fighting on the west bank of the Don were pressed eastwards and, crossing the river on still undamaged bridges near Wertjatschi, joined the beleaguered German forces round Stalingrad. The Headquarters of Sixth Army on the Don bank found itself in the direct line of advance of the Russian armour, and had to withdraw for the time being to the Chir sector west of the Don. However, a few days later Army Headquarters moved by air into the Stalingrad area, and established itself near Gumrak.

Sixth Army now had to reorganize its dispositions. 14 Panzer Corps had to fold back its left wing, which until then had been in position on the Don; 3 Motorized Division received orders to push towards Kalatsch and the Don. But the enemy was far too strong and the division was halted west of Marinowka.

At the end of November Colonel-General Paulus, Commander-in-Chief of Sixth Army, decided to launch an attack in a westerly direction to break the line of encirclement, and join up with the Germans and Rumanians fighting west of the Don. But Hitler sent the order : ' Hold out. Relief will come from outside.'

Paulus believed this promise and believed it too long.

XI

'AND QUIET FLOWS THE DON'

THE HIGH COMMAND

WHEN I RETURNED from Africa in September, I had reported to Colonel-General Halder, Chief of the Army General Staff, and had given him Rommel's letter stressing the gravity of the position at Alamein. Halder had received me with his accustomed courtesy and asked various questions in his academic and rather professorial manner. The interview took place at the Führer's Headquarters at Rastenburg in East Prussia, and although Halder was concerned at the situation in the desert, I had no doubt that his thoughts, and indeed the attention of the whole O.K.W.,* were concentrated on the campaign in Russia.

We now know that in September 1942 Halder had bitter arguments with Hitler on the advisability of continuing the offensive at Stalingrad, and drew his attention to the dangers of exposing a long flank, manned by inferior troops, to the full weight of the Russian counter-offensive. Halder foresaw the catastrophe which was impending between the Volga and the Don, but his insistence merely led to his removal, and his replacement on 25 September by General Zeitzler. Hitler is said to have remarked: 'I dismissed General Halder because he could not understand the spirit of my plans.'

In November I was discharged from hospital and after a short convalescence, I understood that I was to get an 'easy assignment' somewhere on the Channel coast. But it was not to be; I received orders to report to General Zeitzler in East Prussia, and on 27 November I stood in the same quiet room where I had spoken to General Halder some weeks before. Zeitzler's manner was different from that of his predecessor; he was sharp and abrupt, but was clearly a very competent staff officer with a mastery of detail.† He informed me of

* Oberkommando Wehrmacht or Supreme Headquarters. I also reported at Army Headquarters (O.K.H.).

† Zeitzler's rise had been very rapid. At the beginning of the war he was only a regimental commander; he was Chief of Staff to von Kleist's Panzer Army in France in 1940, and Russia in 1941. In 1942 he was appointed Chief of Staff to von Rundstedt in France.

my appointment as Chief of Staff of 48 Panzer Corps, and gave me his appreciation of the situation around Stalingrad. It was my impression that Zeitzler did not think it would be possible to relieve Sixth Army, and that Paulus' only chance was to break out. We now know that he gave this advice to Hitler, but it was summarily rejected by the Führer, who accepted Göring's assurance that he could supply Sixth Army by air.*

On leaving Zeitzler I sought more detailed information in the Operations Room. On 19 November the Russians had broken out of the Kremenskaya bridgehead with three armoured corps, two cavalry corps, and twenty-one rifle divisions; they had pierced the Rumanian positions and made a breach twenty miles wide. 48 Panzer Corps, in reserve behind the Rumanian Third Army, had counter-attacked with 13 Panzer Division and the Rumanian tanks under its command, but had been hurled back by the Russian masses. The Corps Commander, General Heim, and his Chief of Staff, Colonel Friebe, had been relieved of their posts for alleged inability to take a decision. A few days later I heard from Colonel von Oppeln of 13 Panzer Division that the advance of his panzer regiment was indeed delayed, because the lighting flexes of his tanks had been eaten through—by mice. However, rightly or wrongly, Corps Headquarters was held responsible for the delay—hence my appointment.

The Russian advance from the Beketonskaya bridgehead on the Volga had been made by two armoured corps and nine rifle divisions, which had joined hands with their comrades at Kalatsch on 22 November, thus closing the ring round Sixth Army. Between the Volga and the Don six Russian armoured brigades and twenty rifle divisions were exerting strong pressure on the northern flank of Sixth Army.

The large situation map in the Operations Room was not pleasant to look at. I tried hard to find the location of my 48 Panzer Corps, but there were so many arrows showing break-throughs and encirclements that this was far from easy. In fact on 27 November 48 Panzer Corps was itself encircled in a so-called 'small cauldron' to the north-west of Kalatsch.

Such were the impressions at the Führer's Headquarters on 27 November; on the morning of the 28th I set off by air for Rostov, where I was to report to the newly-formed Head-

* At a conference on 12 December 1942 Hitler insisted on the impossibility of a retreat from Stalingrad as this would involve sacrificing 'the whole meaning of the campaign'. *Hitler Directs his War*, edited by F. Gilbert (O.U.P., 1951), p. 9.

quarters of Army Group Don. There seemed to be no end to the flight of the good old Ju.52 from East Prussia ; we flew over battered Warsaw, then across the roadless Pripet Marshes, and the snow-covered plains of the Ukraine. We came down for a brief halt at Poltava, with its ominous memories of the invasion of Charles XII, and arrived at Rostov late in the afternoon. Covering 1,500 miles, I gained a good impression of the endless spaces of Russia, and the immense distances involved.

That evening I reported to Field-Marshal von Manstein, and his Chief of Staff, General Wöhler. Manstein had aged since he had visited our division in Poland in 1940, but his reputation had grown with the years, and his exploits in the initial advance into Russia, and subsequently in the conquest of the Crimea, had raised his fame higher than that of any Commander on the Eastern Front. As an expert on siege warfare he had been sent to the Leningrad sector to plan the capture of the old Russian capital, whence he had been hastily summoned to restore the situation on the Don and open a way to Stalingrad. Manstein, who has been aptly described as 'an emotional man who seeks protection under an icy exterior',* passed me on to his Ia, Colonel Busse.

From Busse I obtained new information, to supplement what I had learned in the Operations Room at O.K.W. According to him, Sixth Army with twenty divisions was encircled by approximately sixty Russian divisions. The Rumanian Fourth Army between Elista and Stalingrad had been crushed by the Russian advance from the Volga and could no longer be regarded as a fighting force. But there was a thin screen of elements of Fourth Panzer Army under Colonel-General Hoth, on a line extending from Elista to Kotelnikovski. This screen had the task of covering the rearward communications of Army Group A under Field-Marshal von Kleist. The latter Army Group was fighting in the Caucasus and its rearward communications ran through Rostov. The first reinforcements for Fourth Panzer Army were already *en route* from the Caucasus front.

It appeared that the main body of the enemy east of the Don was still facing Sixth Army. This had made it possible for Luftwaffe formations and rear-services personnel to build up defensive positions west of the Don bend, though they were but thinly manned. The Rumanian Third Army had been rushing back to the west, but thanks to the energetic steps of Colonel Wencz, who was attached to the Rumanians as their

* R. T. Paget, *Manstein: His Campaigns and His Trial* (Collins, 1951), p. 2.

Chief of Staff, the retreat was halted and some line of resistance was established in the Oblivskaya area as far north as Veshenskaya on the Don. (See the map on page 162.) There the Rumanians joined hands with the east wing of the Italian 8 Army which had yet to be attacked (a pleasure to come !). 48 Panzer Corps with its 13 Panzer Division, not to speak of its one half of a Rumanian armoured division, had fought its way out of encirclement and had withdrawn ; the corps had taken up positions on the River Chir, west of Petrovka.

Army Group Don was assembling forces on both sides of Kotelnikovski. These reinforcements came mainly from the Caucasus front ; they were to strengthen Hoth's Fourth Panzer Army and enable him to relieve Stalingrad. When the situation allowed, 48 Panzer Corps was to move south of the Don and support Fourth Panzer Army in its fateful counter-attack.

At dawn on 29 November I flew to the Battle Headquarters of 48 Panzer Corps. My aircraft was a Storch, and the pilot and I watched out carefully, lest we land on the wrong side of the front. Flying at tree-top height I obtained a truthful impression of 'Mother Russia'. The terrain on both sides of the Don is one vast endless steppe, broken occasionally by deep valleys, in which villages are tucked away. The landscape recalled the North African Desert, but with snow instead of sand. As we came down on the small front-line airfield, I realized that I had entered a new and very grim phase of my military career.

WITH 48 PANZER CORPS

On my arrival at Headquarters of 48 Panzer Corps I found a situation which gave no cause for rejoicing. After the unsuccessful counter-attack, the Corps Commander and his Chief of Staff had been relieved of their posts ; their dismissal was so summary that they were not even given time to hand over to their successors. It goes without saying that this is not the way in which things should be done. But it was Hitler's way. The only man I could turn to in this turbulent situation was the Ia, Major von Ohlen, a member of the General Staff and an old friend of mine. He and I had been together at many steeplechases—back in happier days.

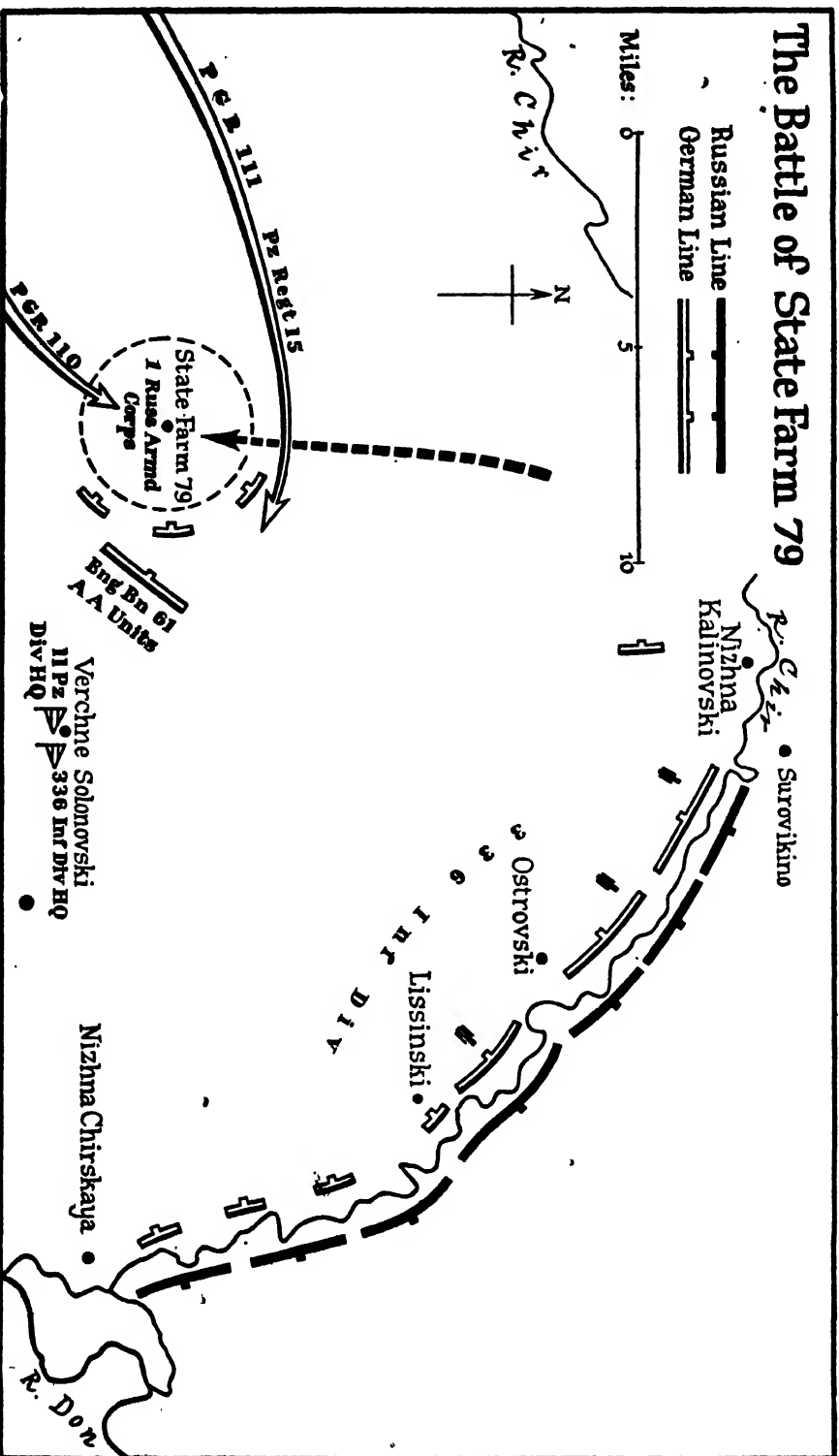
To obtain a realistic picture of the situation, I proceeded to the tank regiment of 13 Panzer Division, which was about to launch a counter-attack to regain ground lost during the previous night. This counter-attack was successful and two

captured villages were retaken, the Russians literally fleeing in panic. The success was due to perfect co-operation of artillery, panzergrenadiers and tanks. In this action, as in so many others I was to see in the future, the absolute superiority of German armoured troops over Russian was glaringly apparent. But the German armoured units were like isolated rocks in a vast ocean with the Russian masses rushing past to their right, to their left, and far behind. I also went to see the Rumanian formations under our command. During my inspection it became painfully clear that they could not possibly stand up against an offensive as formidable as the present one. The Rumanian artillery had no modern gun to compare with the German and, unfortunately, the Russian artillery. Their signals equipment was insufficient to achieve the rapid and flexible fire concentrations indispensable in defensive warfare. Their anti-tank equipment was deplorably inadequate, and their tanks were obsolete models bought from France. Again my thoughts turned back to North Africa and to our Italian formations there. Poorly trained troops of that kind, with old-fashioned weapons, are bound to fail in a crisis.

On 30 November General Cramer took over the temporary command of 48 Panzer Corps. Cramer at a later date was captured by the British when he was in command of the Afrika Korps in Tunisia ; he was an old veteran of the desert and had fought with distinction at Sidi Rezegh. But it was no time to indulge in reminiscences ; the situation at the front was critical enough and demanded immediate action. Although the Rumanian Third Army, of which 48 Panzer Corps was the most efficient formation, had succeeded in forming a line along the River Chir, yet I for one had grave doubts whether it would hold against a resolute attack. Reserves were very weak and the line had only been established by the desperate expedient of drawing men from the supply services and forming new units out of stragglers. At this time we were still holding a small bridgehead on the left bank of the Don at Nizhna Chirskaya, only twenty-five miles from the nearest troops of Sixth Army at Marinowka. But the Russians were well aware of the need to force us back westwards, and early in December their Fifth Tank Army launched heavy attacks and crossed the Chir at various points.

When these attacks developed the Headquarters of 48 Panzer Corps had left Petrovka, and had moved on 4 December to Nizhna Chirskaya, where the Chir flows into the Don. (13 Panzer Division, and the Rumanian tanks were left behind

The Battle of State Farm 79



to sustain the defence of the Rumanian Third Army.) It was intended that 48 Panzer Corps should take command of 11 Panzer Division, 336 Infantry Division, and a Luftwaffe Field Division, which on 4 December were still moving up to the front.* When Hoth's Fourth Panzer Army moved on Stalingrad, 48 Panzer Corps was to cross the Don and join hands with their left flank. Colonel Adam, a member of the staff of Sixth Army, was at Nizhna Chirskaya, with some scratch units which he had assembled there.

On 4 December General von Knobelsdorff, the newly appointed commander of 48 Panzer Corps, arrived at our headquarters; it was my privilege to serve as his Chief of Staff during the almost uninterrupted defensive and offensive fighting on the Chir, on the Donetz, and subsequently around Kharkov and Kursk. He was a man of remarkable attainments, flexible and broad-minded, and highly esteemed by all members of his staff. Almost at once the new commander found himself involved in a dangerous crisis.

THE BATTLES ON THE CHIR RIVER

On 6 December 336 Infantry Division took up positions on the Chir between Nizhna Chirskaya and Surovikino, and that day General Balck, the commander of 11 Panzer, arrived at Nizhna Chirskaya to reconnoitre the sector where his division was to cross the Don to co-operate with Hoth's Fourth Panzer Army. But we were not destined to play any part in the attempt to relieve Stalingrad—on 7 December the Russian 1 Armoured Corps forced its way over the Chir on the left flank of 336 Division and swept forward to the settlement of Sowchos 79, far in rear of our defensive positions on the river bank.† The units of 11 Panzer Division were still making their way up from Rostov; they were ordered to move immediately on Sowchos and restore the situation. On the afternoon of 7 December Panzer Regiment 15 engaged large

* These troops differed greatly in quality. 11 Panzer and 336 Infantry were excellent divisions but the Luftwaffe Field Division was less satisfactory. These divisions were a creation of Göring who aspired to command ground troops as well as the Luftwaffe. His divisions were given excellent human material and the best of equipment, but their training was quite inadequate. They were commanded by air force men who knew nothing about land fighting. The Ia of this particular Luftwaffe division was a charming fellow, whom I had known as Air Liaison Officer of 3 Corps in 1939. He had then carried out his duties very well, but he had no idea of the responsibilities of the Ia of an ordinary infantry division.

† I am indebted to General Balck for his detailed personal account of the operations of 11 Panzer Division. Incidentally the word 'Sowchos' literally means 'collective or state farm', and occurs frequently on maps of Russia.

Battles of the Chir River - Dec 1942

Miles 0 5 10 15 20 25



• Kalatsch

R. Don

R. Chir

11 & 17 Dec

7 Dec

11 & 18 Dec

• Surovinkino

Nizhna Kalinovski

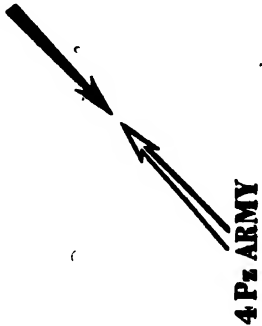
11 Pz Div
12 Dec
19 Dec

Oblivskaya

Lissinski

11 Pz Div
12 Dec
17 Dec

• Nizhna Chirskaaya



4 Pz ARMY

11 Pz Div 8 Dec
State Farm 79

11 Pz Div 336 Div
HQ HQ

1 L & FLD
Div HQ

48 Pz Corps
HQ

Russian tank forces around Sowchos, and checked their further advance.

It was obvious that we could not allow the Russians to remain at Sowchos, and General Balck was ordered to throw them out. As a first step he set up his Battle Headquarters alongside that of 336 Division at Verchne Solonovski; this made for the closest co-operation between the two divisions.

336 Division wanted Balck to make a frontal attack on Sowchos, so as to relieve their critical position with a minimum of delay. Balck protested that the terrain was unsuitable for armour and that in any case a frontal attack would merely push the enemy back, and not lead to his destruction. He decided to make his main effort along the heights west and north of Sowchos, where tanks could move easily, and throw his panzers across the Russian rear. (See the map on page 170.) The decisive thrust was to be made by Panzer Regiment 15 supported by Panzer Grenadier Regiment 111, while Panzer Grenadier Regiment 110 was to deliver a holding attack from the south-west. Balck stationed his anti-aircraft guns and engineer battalion to the south of Sowchos to prevent the Russians bursting out in that direction. The artillery of 336 Division was to co-operate on the north-eastern flank.

On the night 7/8 December 11 Panzer Division regrouped in accordance with Balck's orders, and the units moved into their assembly areas. When they attacked at dawn on 8 December they hit the Russians at the very moment when they were about to advance against the rear of 336 Division, in the confident belief that the Germans were at their mercy. Panzer Regiment 15 bumped a long column of Russian motorized infantry coming from the north and took them completely by surprise; lorry after lorry went up in flames as the panzers charged through the column throwing the Russians into the wildest panic. The column was destroyed, and Balck's panzer regiment then advanced into the rear of the Russian armour at Sowchos, with panzergrenadiers and artillery in close support. The Russians fought bravely, but their tanks were caught in a circle of fire from which they vainly attempted to escape. When the short winter day drew to a close the Russian 1 Armoured Corps had been completely bowled over, and fifty-three of its tanks were knocked out.

Between 9 and 13 December Balck was continually engaged in clearing up Russian bridgeheads across the Chir. The Luftwaffe Field Division took over a sector on the left flank of 336 Division and these two infantry formations did their best to hold the line of the river along the 48 Panzer Corps

front, which extended for forty miles between Oblivskaya and Nizhna Chirskaya. But the Russians were very persistent and 11 Panzer was repeatedly called upon to restore the front.

The evening of 11 December brought this message to Balck: 'Enemy broken through at Lissinski and at Nizhna Kalinovski, the one break-through 22 km. as the crow flies away from the other.' The Commander of 11 Panzer decided to beat the enemy at Lissinski first; after a night march the panzer regiment arrived near Lissinski at dawn on 12 December and liquidated the Russian force which had broken through. This decision was dictated by Balck's appreciation that the front of 336 Division was the pivot and the shield for the operations of 11 Panzer, and that this front had to hold at all costs. 336 Division was fully aware of the importance of its task; the division faced every new crisis with nerves of steel and endeavoured to master each with its own resources, so as to leave Balck free to counter-attack with his whole force when the intervention of tanks was absolutely essential. Not once did General Lucht, the commander of 336 Division, lose his nerve or claim the assistance of detachments of 11 Panzer Division, even in moments of the utmost danger. This attitude would have been impossible without the close co-operation produced by the proximity of the two divisional headquarters. Moreover, every evening the Corps Commander met Balck, and the situation was thoroughly discussed.

After destroying the Russians at Lissinski on 12 December, 11 Panzer marched north-west, and that very afternoon, having covered a distance of fifteen miles, the division cut into the Russian bridgehead at Nizhna Kalinovski and compressed it considerably.

At dawn on 13 December, when the division was about to launch its final attack on Kalinovski, it was hit on the right flank by a strong Russian attack which produced a temporary crisis. One battalion was surrounded. 11 Panzer discontinued its assault on the bridgehead and turned against the attacker, the encircled battalion was freed, and the battle ended with an indubitable German defensive success. Unfortunately it was not possible to liquidate the Russian bridgehead at Nizhna Kalinovski, and this produced serious consequences later on. 11 Panzer had been moving by night and fighting by day for eight days and was desperately in need of rest.

On 10 December, Fourth Panzer Army launched its attack—impatiently awaited by Sixth Army—to relieve Stalingrad. During this period Colonel-General von Richthofen, who was

responsible for supplying the encircled army by air, visited our Battle Headquarters. According to his appreciation the supply position at Stalingrad had looked anything but rosy as early as the beginning of December—of the 500 tons regarded as the bearable daily minimum for Sixth Army, no more than 100 tons a day were being flown into the ring. The number of available transport planes of the Ju.52 type was totally insufficient for the magnitude of the task, and bomb-carrying planes of the He.3 type were pressed into service to ease the situation. They could only carry $1\frac{1}{2}$ tons and their absence was keenly felt at the front, where they were badly needed to support the ground troops.

However, Hoth's attempt to cut a way through to Stalingrad was now in full swing, and in spite of the critical situation on the Chir, 48 Panzer Corps was called upon to play its part. Unfortunately our bridgehead across the Don at Nizhna Chirskaya had been lost under the impact of continuous Russian attacks, and it was necessary to regain it before we could fulfil our role and join hands with Fourth Panzer Army. All was quiet along the Chir front on 14 December and on the 15th 11 Panzer Division withdrew from its positions covering the Russian bridgehead at Kalinovski, and moved to Nizhna Chirskaya to force a passage over the half-frozen Don and link up with Hoth's relieving force. The sector facing the Kalinovski bridgehead was taken over by '*Alarmeinheiten*',* drawn from the Luftwaffe Field Division.

By 16 December Hoth's advance guard had reached the banks of the Aksay river less than forty miles from the nearest troops of Sixth Army, and we arranged for 11 Panzer Division to fight its way across the Don on the 17th and advance south-east to support Hoth's left flank. (I shall deal in detail with Hoth's operations in the next chapter.) At this juncture the Russian Command showed strategic insight of a high order—Marshal Zhukov was commanding their armies on the Volga-Don front, with General Vassilevsky as his Chief of Staff.† Instead of concentrating their reserves to meet Hoth's thrust, they unleashed a new offensive on a massive scale against the unfortunate Italian Eighth Army on the middle Don, and extended their attacks to include the sector of '*Armee Abteilung Hollidt*'‡ (which had replaced the Rumanian Third Army on our left flank) and the positions of 48 Panzer

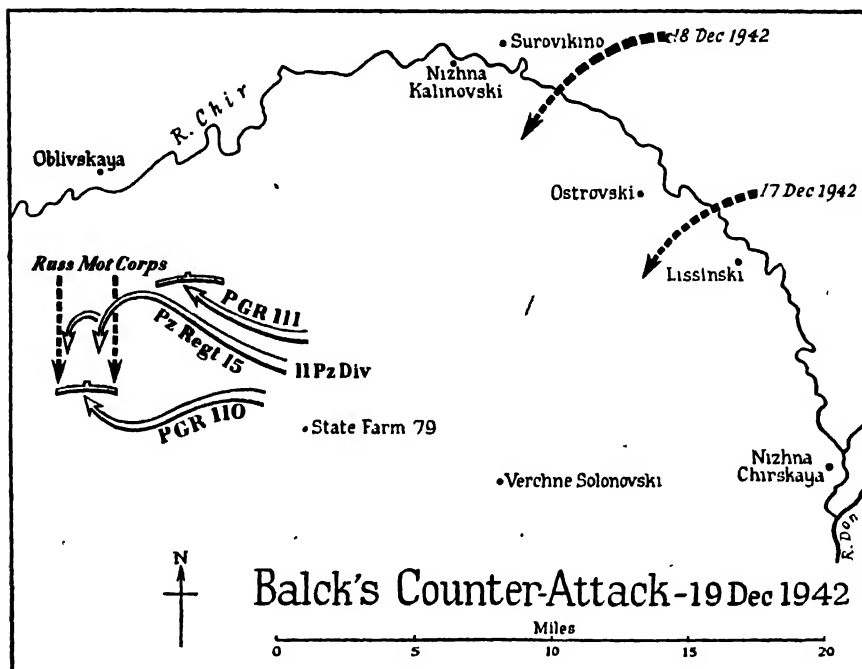
* Units earmarked for action in case of an alert.

† Vassilevsky was later promoted Marshal, and in April 1943 was appointed Chief of the Soviet General Staff. In 1949 he was appointed Commander-in-Chief of the Soviet Armed Forces.

‡ Literally, Army Detachment Hollidt.

Corps on the River Chir. The crisis on our own front and the collapse of the Italians not only forced the cancellation of 11 Panzer's attack across the Don, but compelled von Manstein to draw heavily on Hoth's Fourth Panzer Army in order to build up a new front to cover Rostov. This decided the fate of Sixth Army at Stalingrad.

On 16 December the situation was far from clear on the front of 48 Panzer' Corps. The Fifth Russian Tank Army



had discontinued its attacks along the line of the Chir, and it seemed possible that it might have crossed the Don to oppose Hoth. No air reconnaissance was possible as the Luftwaffe had been grounded for several days because of unfavourable weather. But on the 17th doubts were set at rest; just as 11 Panzer was about to make its assault across the Don, a violent Russian attack broke through the positions of 336 Division, about six miles north of Nizhna Chirskaya. There was nothing for it but to commit 11 Panzer, which drove the Russians back to the river bank. On the 18th 11 Panzer continued its attack with a view to eliminating this Russian foothold across the Chir, and would certainly have succeeded if a report had not come in of another Russian offensive from

the Nizhna Kalinovski bridgehead, twelve miles to the north-west. A motorized corps had broken through on a wide front, and the resistance of the '*Alarmeinheiten*' had dissolved. General von Knobelsdorff felt compelled to move 11 Panzer to close the breach, although Balck protested that he would prefer to eliminate the enemy on the front of 336 Division before doing so.

General Balck decided to set off immediately, march through the night, and fall on the enemy at dawn, at the very moment when the Russians would be preparing to move. For this purpose Panzer Grenadier Regiment 110 was to take up a frontal blocking position, Panzer Regiment 15 was to attack the enemy's eastern flank, and Panzer Grenadier Regiment 111 was to follow in the right rear to protect the flank and be handy as a reserve. (See sketch map on opposite page.)

By 0500 on 19 December all preliminary moves had been carried out. At first light the advance elements of Panzer Regiment 15 saw strong Russian tank units fully deployed and moving southwards. As the approach route of the panzer regiment had concealed its advance, the twenty-five tanks remaining to the regiment followed the Russian armour and in a few minutes had knocked out forty-two Russian tanks, before the latter realized that the tanks moving behind them as a second wave were German and not their own. The dominating Height 148.8 was captured. On the other side of this height another line of tanks was seen moving in a similar way to the first one. Once again the German tanks, brilliantly led by Captain Lestmann, attacked the Russians from behind and destroyed them before they had time to realize what was happening. (Literally a case of being kicked in the pants!) Thus twenty-five German tanks destroyed sixty-five Russian tanks in the shortest possible time and without any loss to themselves. This broke the back of the Russian attack. Their remaining troops fled before the panzers without offering any serious resistance.

On the evening of the 19th the Russian 3 Mechanized Brigade made a diversionary attack on the left flank of 11 Panzer and overran I Battalion of P.G.R. 110.* But Panzer Regiment 15 soon restored the position.

On 20 December 11 Panzer Division resumed its advance with a view to finally hurling the enemy across the Chir. The advance was going well, but towards evening a heavy Russian counter-attack hit the Division on its right flank, and

* P.G.R. will be used in the text to abbreviate Panzer Grenadier Regiment, and P.G.D. to abbreviate Panzer Grenadier Division.

broke into the rear of P.G.R. 111. This crisis was removed by the panzer regiment, and ten Russian tanks were knocked out.

In view of this strong Russian attack General Balck decided to stand on the defensive on the 21st and gave orders for the regiments to regroup under cover of darkness. At 0200 hours that morning both the panzergrenadier regiments reported that their lines had been broken through; the night was brightly lit up by a full moon and Russian tanks and infantry had broken into our units at the moment when they were busy regrouping. Panzer Regiment 15 launched an immediate counter-attack and soon better reports came in from the panzergrenadiers. Balck sent Motor Cycle Battalion 61 to attack the Russians at the junction of P.G.R.s 110 and 111, where the main Russian onslaught seemed to be directed. By daylight it was clear that 11 Panzer Division had gained a great defensive success—hundreds of fallen Russians lay in front of our lines. But German losses were also grave.

On 22 December all was quiet on the front of 48 Panzer Corps; in fact our great defensive battle on the line of the Chir had come to an end. But the debacle on the sector of the Italian Eighth Army had opened a hideous gap on our left flank, through which the Russian First Guard Army was pouring. On 22 December our Corps Headquarters was ordered to leave the Chir front and move with 11 Panzer Division to Tatsinskaya, ninety miles to the west—unless we moved fast nothing could save Rostov.

Before concluding this account of the battles on the Chir, I must pay tribute to General Balck, a born leader of armour. Throughout the fighting his panzer division had acted as the 'fire brigade', moving behind the two infantry divisions to quell one dangerous conflagration after another. When the infantry found it impossible to deal with the larger Russian bridgeheads, Balck came tearing down on the enemy with the whole weight of his armour in accordance with the old maxim: No stinting, but stunning. (*Nicht kleckern, sondern klotzen.*) His brilliant achievements were the fruit of exemplary co-operation with the two infantry divisions and the Headquarters of 48 Panzer Corps. Balck never left a single tank in direct support of the infantry, as this was regarded as of no avail and a waste of much-needed armour. Mobile tactics of this kind retrieved dangerous situations on numerous occasions and inflicted huge losses on the enemy. During this period more than 700 tanks were knocked out in the sector of 48 Panzer Corps. I, the newcomer, saw and understood that the Russian masses of

men and material could be successfully fought, if they were faced by men with steady nerves and by concentrated armour and artillery.

The following are Balck's own comments on these operations.

11 Panzer Division was responsible for decisive deeds of heroism on the Chir river. If the defence had broken down in this sector, and if the Russians had been allowed to advance to Rostov, the fate of Army Group Caucasus would have been sealed. Its line of withdrawal would have been cut and it would have been drawn into the maelstrom of Stalingrad. Thus the situation made it imperative for 11 Panzer Division to give of its very best.

We were fortunate that after the hard fighting in previous campaigns all commanders whose nerves could not stand the test had been replaced by proven men. There was no commander left who was not absolutely reliable.

For weeks on end the division moved by night, and before dawn was at the very spot where the enemy was weakest, waiting to attack him an hour before he was ready to move. Such tactics called for unheard-of efforts, but saved lives, as the attack proper cost very few casualties, thanks to the Russians having been taken completely by surprise. The axiom of the Division was, 'night-marches are lifesavers'. It is true, however, that the question of when the men of 11 Panzer got any sleep was never clearly answered.

Orders were exclusively verbal. The Divisional Commander made his decision for the next day during the evening, and he gave the necessary orders verbally to his regimental commanders on the battlefield; then he returned to his main Headquarters and discussed his intentions with the Chief of Staff of 48 Panzer Corps. If approval was obtained the regiments were sent the wireless message: 'no changes', and all the moves were carried out according to plan. If there were fundamental changes, the Divisional Commander visited all his regiments during the night and gave the necessary orders, again verbally. Divisional operations were conducted from the forward position on the battlefield. The Divisional Commander had his place with the group which was to make the main effort; he visited the regiments several times a day. The Divisional Headquarters was somewhat farther back and did not change its location during operations. There information was collected and collated, supplies were handled, and reinforcements sent on their way. Communications between the Divisional Commander and his staff were maintained by R/T; there were few opportunities to make use of the telephone.

336 Division, which was commanded by Lieut.-General Lucht with exemplary calm and efficiency, was handicapped by serious deficiencies in equipment. Many a crisis would not have arisen, had the division possessed a larger number of anti-tank guns. In this field our organization did not come up to requirements.

On both sides newly established and poorly equipped formations

were thrown into the fray. On the German side there were the Luftwaffen field divisions. After a few days they were gone—finished—in spite of good mechanical equipment. Their training left everything to be desired, and they had no experienced leaders. They were a creation of Hermann Göring, a creation which had no sound military foundation—the rank and file paid with their lives for this absurdity.

On the Russian side the tank crews, particularly in the Motorized Corps, had hardly any training. This shortcoming was one of the essential reasons for the German victory on 19 December.

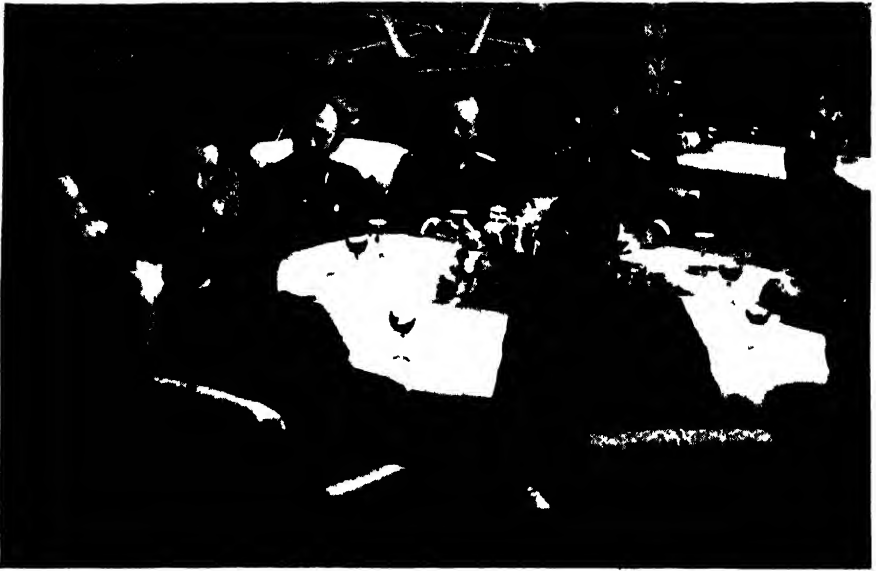
Not much has been said in this narrative about the artillery, which during such highly mobile and fluctuating warfare was not called upon to play a major role. But at night, artillery was often used to shoot up hostile bivouac areas with concentric fire. Not much is known of the effect of these tactics, but as the Russians were compelled by the icy winter cold to seek protection in villages, it may be assumed that corresponding results were achieved.

The fighting on the Chir river was made easier by the methods adopted by the command of the Russian Fifth Tank Army. They sent their various corps into battle without co-ordinating the timing of their attacks, and without the co-operation of the numerous infantry divisions. Thus 11 Panzer Division was enabled to smash one corps after the other, until the hitting power of the Fifth Tank Army had been weakened to such an extent that it was possible for the Division to withdraw and start the game all over again with another Russian Tank Army.

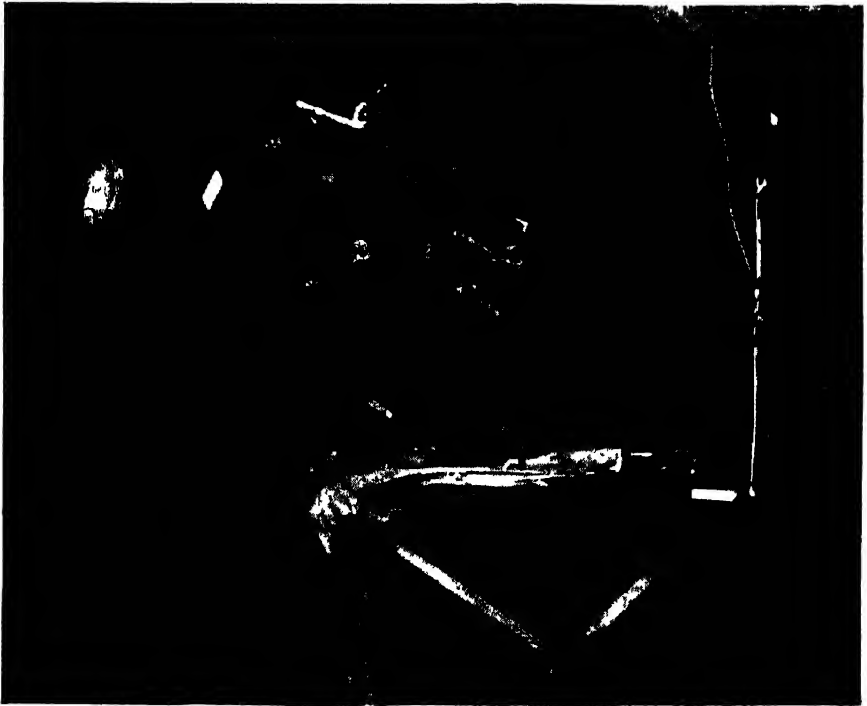
FIRST IMPRESSIONS OF RUSSIAN TACTICS

I propose to conclude this chapter by giving my first impressions of Russian tactics as they emerged during the fighting on the Chir. These impressions were later confirmed on many occasions.

Practically every Russian attack was preceded by large scale infiltrations, by an 'oozing through' of small units and individual men. In this kind of warfare the Russians have not yet found their masters. However much the outlying areas were kept under observation, the Russian was suddenly there, in the very midst of our own positions, and nobody had seen him come, nor did anybody know whence he had come. In the least likely places, where the going was incredibly difficult, there he was, dug in and all, and in considerable strength. True, it was not difficult for individual men to seep through, considering that our lines were but thinly manned and strong-points few and far between. An average divisional sector was usually more than twelve miles broad. But the amazing fact was that in spite of everybody being alert and wide awake



Berlin, 1937. Members of the War Academy at a State Dinner given by Hitler in the Reichs Chancellery. Mellenthin is third from Hitler's left



El Adem, November 1941. Mellenthin and Lieut. Colonel Westphal at Panzergruppe H.Q. during the *Crasader* battle



Kursk salient, July 1943. Colonel-General Hoth, General Nehring, Mellenthin and General von Knobelsdorf during the Battle of Kursk



Zhitomir, Christmas 1943. General Balck, Major Briegleb and Mellenthin

during the whole night, the next morning entire Russian units were sure to be found far behind our front line, complete with equipment and ammunition, and well dug in. These infiltrations were carried out with incredible skill, almost noiselessly and without a shot being fired. Such infiltration tactics were employed by the Russians in hundreds of cases, bringing them considerable successes. There is only one remedy against them: strongly manned lines, well organized in depth and continuously patrolled by men wide awake and alert, and—most important of all—sufficient local reserves ready at a moment's notice to go into action and throw the intruders out.

Another characteristically Russian principle is the forming of bridgeheads everywhere and at any time, to serve as bases for later advances. Bridgeheads in the hands of the Russians are a grave danger indeed. It is quite wrong not to worry about bridgeheads, and to postpone their elimination. Russian bridgeheads, however small and harmless they may appear, are bound to grow into formidable danger-points in a very brief time and soon become insuperable strong-points. A Russian bridgehead, occupied by a company in the evening, is sure to be occupied by at least a regiment the following morning and during the night will become a formidable fortress, well-equipped with heavy weapons and everything necessary to make it almost impregnable. No artillery fire, ever violent and well concentrated, will wipe out a Russian bridgehead which has grown overnight. Nothing less than a well-planned attack will avail. This Russian principle of 'bridgeheads everywhere' constitutes a most serious danger and cannot be overrated. There is again only one sure remedy which must become a principle: If a bridgehead is forming, or an advanced position is being established by the Russians, attack, attack at once, attack strongly. Hesitation will always be fatal. A delay of an hour may mean frustration, a delay of a few hours does mean frustration, a delay of a day may mean a major catastrophe. Even if there is no more than one infantry platoon and one single tank available, attack! Attack when the Russians are still above ground, when they can still be seen and tackled, when they have had no time as yet to organize their defence, when there are no heavy weapons available. A few hours later will be too late. Delay means disaster: resolute energetic and immediate action means success.

Russian tactics are a queer mixture; in spite of their brilliance at infiltration and their exceptional mastery of field fortification, yet the rigidity of Russian attacks was almost

proverbial. (Although in some cases Russian armoured formations down to their lowest units were a conspicuous exception.) The foolish repetition of attacks on the same spot, the rigidity of Russian artillery fire, and the selection of the terrain for the attack, betrayed a total lack of imagination and mental mobility. Our Wireless Intercept Service heard many a time the frantic question: 'What are we to do now?' Only a few commanders of lower formations showed independent judgement when faced with unforeseen situations. On many occasions a successful attack, a break-through, or an accomplished encirclement was not exploited, simply because nobody saw it.

But there was an exception to this general clumsiness: The rapid and frequent exchange of units in the front line. Once a division was badly mauled, it disappeared overnight and re-appeared fresh and strong at some other place a few days afterwards.

That is why fighting with Russians resembles the classic contest between Hercules and the Hydra.

XII

DISASTER AT STALINGRAD

THE ORDEAL OF SIXTH ARMY

WHILE GREAT ARMoured battles were raging on both banks of the Don, the condition of Paulus' Sixth Army was growing increasingly desperate. An enormous prize was at stake between the Volga and the Don, and the Russians were fully aware of it. Hitler's veto on any break-out attempt appears incredibly rash when one considers the forces involved. For this was no ordinary army invested at Stalingrad ; Sixth Army represented the spearhead of the Wehrmacht, in what was intended to be the decisive campaign of the war. The following forces were locked up in the Stalingrad ring :

Headquarters and the entire command organization of Sixth Army.

Headquarters of five army corps : 4, 8, 11, 14 Panzer and 51.

Thirteen infantry divisions : 44, 71, 76, 79, 94, 100 Jaeger, 113, 295, 305, 371, 376, 389 and 397.

Three panzer divisions : 14, 16 and 24.

Three motorized divisions : 3, 29 and 60.

One anti-aircraft division : 9.

A total of 20 German divisions.

In addition there were the remnants of two Rumanian divisions (1 Cavalry and 20 Infantry) together with a Croat regiment, service troops, and members of the Organization Todt.

According to information provided by the Quartermaster-General's branch, 270,000 men found themselves encircled on 24 November 1942. The destruction of these divisions was bound to alter the whole balance of power on the Eastern front.

Such was the army which Reichsmarshal Göring had rashly undertaken to supply by air, in the midst of a Russian winter, and while violent battles were raging along a front of a thousand miles. Drove of Ju.52 transport planes appeared

over Stalingrad, like black omens of defeat, and when the inevitable capitulation came two months later, some 500 of these aircraft had fallen victims to the weather or the new high-speed Russian fighters. In spite of these sacrifices—so ruinous to the Luftwaffe at such a critical stage of the air war—the quantity of supplies received fell far below the minimum required to maintain Paulus' unfortunate army. I have mentioned the forebodings of Colonel-General von Richthofen when he visited Headquarters 48 Panzer Corps early in December; he certainly did not share the optimistic appreciation of his Commander-in-Chief. As a matter of sober fact the delivery of the minimum 500 tons of supplies required the services of 250 Ju.52s a day, and to ensure the daily quota a thousand machines of that type were needed, in order to cope with casualties, repairs and rest for the crews. The number of aircraft never approached that figure and only on a single day were as many as 300 tons flown in, while the daily average was about 100 tons.

The effect of this failure on Sixth Army is thus described by my friend, Colonel Dingler:

Night after night we sat in our holes listening to the droning of the aircraft engines and trying to guess how many German machines were coming over and what supplies they would bring us. The supply position was very poor from the beginning, but none of us thought that hunger would become a permanent thing.

We were short of all sorts of supplies. We were short of bread and, worse, of artillery ammunition, and worst of all, of petrol. Petrol meant everything to us. As long as we had petrol our supply—little as it was—was assured. As long as we had petrol we were able to keep warm. As there was no wood to be found anywhere in the steppe, firewood had to be fetched from the city of Stalingrad by lorry. As we had so little petrol, trips to the city to fetch firewood had to be limited to the bare minimum. For this reason we felt very cold in our holes.

Until Christmas 1942 the daily bread ration issued to every man was 100 grammes. After Christmas the ration was reduced to 50 grammes per head. Later on only those in the forward line received 50 grammes per day. No bread was issued to men in regimental headquarters and upwards. The others were given watery soup which we tried to improve by making use of bones obtained from horses we dug up. As a Christmas treat the Army allowed the slaughtering of 4,000 of the available horses. My division, being a motorized formation, had no horses and was therefore particularly hard hit, as the horseflesh we received was strictly rationed. The infantry units were better off as they were able to do some 'illegal' slaughtering.

During the first period of encirclement the Russians left Sixth Army alone, as they had quite enough on their hands elsewhere. The troops did what they could to improve their positions against inevitable attack, but in spite of the large numbers of men locked up in the ring, the strength of the fighting units was already ominously low. For example, 3 Motorized Division in the 'nose of Marinowka' had two rifle regiments, each of three battalions—an impressive establishment until one considers that each battalion had only eighty men. This meant that the division had only 500 infantry to hold a front of ten miles. The artillery regiment of thirty-six guns was intact, but the panzer battalion had only twenty-five tanks out of an establishment of sixty. The reserve consisted of the engineer battalion of 150 men.

Of course the lack of petrol had a very serious effect on tank operations. As I have explained in dealing with the Battles on the Chir, the ability to manoeuvre armour is of vital importance in repulsing Russian attacks, but in view of the petrol shortage the units of Sixth Army had to think twice before moving even a single tank. The result was that most tanks were placed immediately behind the forward line to give close support to the infantry. This meant that when the Russians broke in—as later on they did—counter-thrusts lacked every vestige of momentum.

Dingler makes the following comments on the weather :

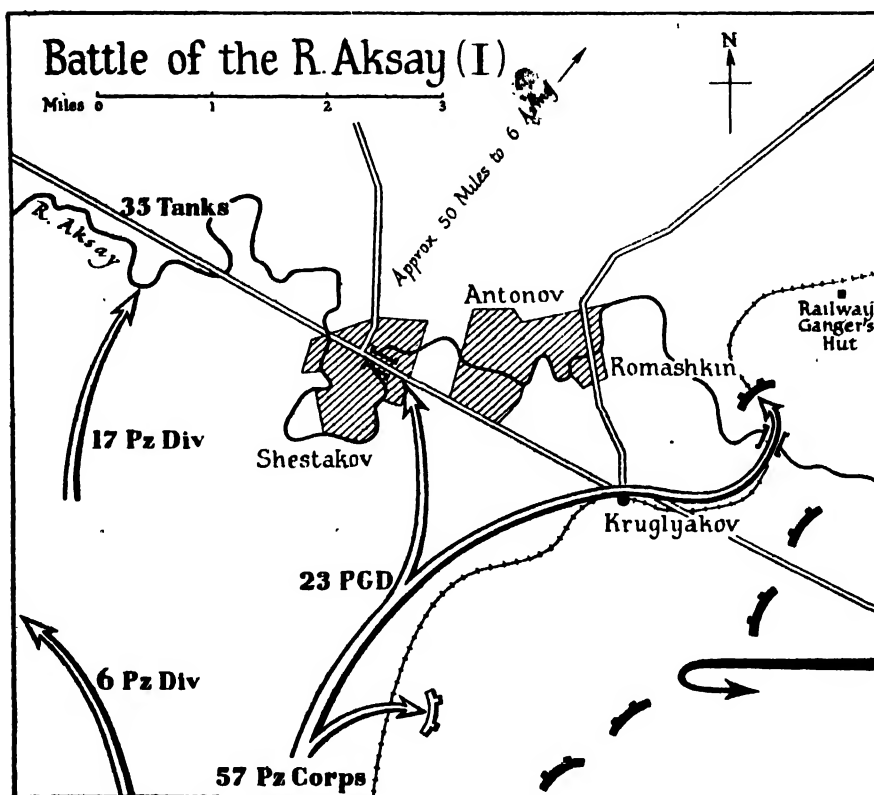
The weather conditions were bearable during the first days of December. Later on heavy snowfalls occurred and it turned bitterly cold. Life became a misery. Digging was no longer possible as the ground was frozen hard and if we had to abandon our lines this meant that in the new lines we would have no dug-outs or trenches. The heavy snow diminished our small petrol supplies still further. The lorries stuck in the snow and the heavy going meant a larger consumption of petrol. It grew colder and colder. The temperature remained at a steady 20 or 30 degrees below freezing point and it became increasingly difficult for aircraft to fly in.

On 9 December Sixth Army was officially informed that Fourth Panzer Army would commence its relieving attack on the following day. During that week hopes rose high among the beleaguered troops, and when on 16 December the sound of distant gunfire was heard within the ring, everyone was convinced that the hour of liberation was at hand. Plans were made for Sixth Army to cut through the Russian lines and join hands with Hoth's spearheads, but General Paulus decided that they could not be put into effect until the relieving force

was within twenty miles. Shortage of petrol and general weakness limited the striking power of Paulus' divisions, and they could only wait with anxious hearts for the outcome of the battle to the south.

THE RELIEVING ATTACK

During the first days of December, three panzer divisions, one infantry division and three Luftwaffen field divisions, all



coming from the Caucasus and Orel, joined Fourth Panzer Army to take part in the forthcoming counter-attack to relieve Stalingrad. They assembled in the region of Kotelnikovskii and were covered by a protective screen, provided by the remnants of the Rumanian Fourth Army and a few German battle groups.

This was the area where the Russians had pressed back the German lines to a distance of more than sixty miles from Stalingrad, whereas on the Chir at Nizhna Chirskaya, 48 Panzer Corps was only twenty-five miles away. The problem was

carefully examined by Field-Marshal von Manstein, a master of strategy, faced with an immense responsibility. He decided that a crossing of the Don would be a hazardous and difficult operation, and that the Kotelnikovski area south-east of the Don offered the best spring-board from which to launch the offensive.

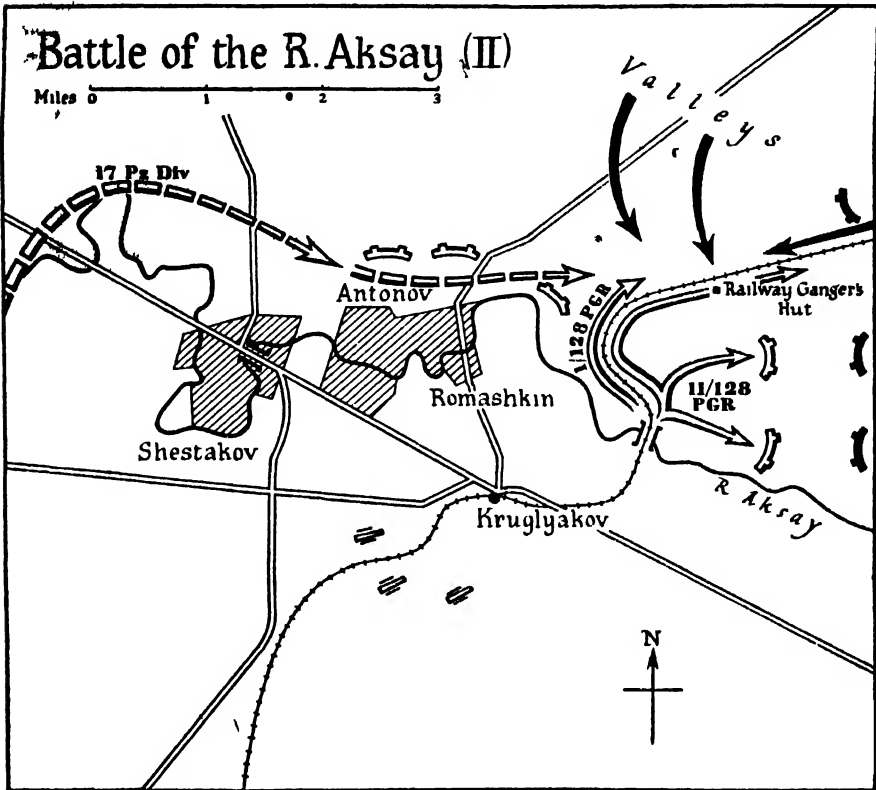
It was here on 10 December 1942 that Colonel-General Hoth, commander of Fourth Panzer Army and an officer with a great and deserved reputation, launched the attack which had been long awaited by those in the cauldron of Stalingrad. As I have explained, the break-out of Sixth Army was not to be attempted until Hoth was within twenty miles of their outer defences. 48 Panzer Corps was to cross the Don in support of Hoth when he ~~crossed~~ reached the banks of the Aksay River. Given the conditions prevailing in December 1942 I do not think that a better plan could have been devised. It is arguable, however, that Paulus was unduly pessimistic, and plans should have been made for Sixth Army to strike at an earlier stage.

57 Panzer Corps delivered the main assault of Fourth Panzer Army. 23 P.G.D. was on the right, 17 Panzer Division on the left, and 6 Panzer Division in reserve. From the outset Hoth met with furious opposition from large forces of Russian tanks and infantry, under General Vatutin, one of their ablest commanders.* So fierce and determined was the Russian resistance that it took a week to cover the thirty miles between Kotelnikovski and the Aksay. But on the morning of 17 December, 23 P.G.D. succeeded in capturing two crossings over the Aksay by a *coup de main*. Thus the last formidable obstacle separating the two armies was overcome and the actual distance between them had shrunk to forty-five miles.

But as I have shown in the previous chapter, this was the very moment chosen by Marshal Zhukov to unleash a new offensive on the grand scale against the Italian Eighth Army on the middle Don, combined with heavy attacks on 48 Panzer Corps along the Chir. Numerous Russian armoured and infantry formations crashed through the Italian front and opened a gap sixty miles wide, through which they poured southwards towards Rostov. Manstein was a commander of iron nerve, and if it had been possible to leave Fourth Panzer Army intact he would have done so. But it was not possible; the loss of Rostov would have been fatal to 48 Panzer Corps, to Hoth's Army, and to Field-Marshal von Kleist's Army

* Later promoted Marshal. He captured Kiev in November 1943, and died there four months afterwards.

Group in the Caucasus. Indeed it may be that Zhukov, with fine strategic insight, deliberately withheld his attack on the Italians until he was sure that Hoth was fully committed towards Stalingrad; by adopting this course he may well have hoped to trap all our southern armies.*



With a heavy heart Manstein was compelled to detach 6 Panzer Division from Hoth's Army and send it north-west by forced marches to try and stem the Russian flood. This was the best division at Hoth's disposal, it was still intact, and if it had remained under his command it is possible that he would have broken through to Paulus. Moreover, the eastern flank of Fourth Panzer Army was exposed to con-

* It is not generally realized that Zhukov received much of his early training in Germany. Together with other Russian officers, and by arrangement with the Reichswehr, he attended courses at German military schools in the 1920s. For a time he was attached to the cavalry regiment in which Colonel Dingler was serving as a subaltern; Dingler has vivid recollections of the uproarious behaviour of Zhukov and his companions, and the vast quantities of liquor which they were accustomed to consume after dinner. But in the military sphere it is clear that Zhukov's time was not wasted.

tinuous attack by Russian columns emerging from the steppe, and Hoth's infantry divisions—mainly composed of inferior Luftwaffe troops—were tied down in protecting the line of communications between the Aksay River and Kotelnikovski.

In spite of this intolerable weakening of 37 Panzer Corps, the attack was continued, stubbornly and persistently, and with the desire burning in every man's heart to bring help to the men in Stalingrad, for whom they were the only remaining hope of salvation. The following account is based on the narrative of a General Staff officer who took part in these tragic battles. •His narrative seems to me particularly valuable, because although it confirms that on the whole Russian commanders of medium and lower formations are slow and cumbersome in their methods, yet it shows that there are some commanders, particularly in the armoured units; capable of making rapid and bold decisions.

The two panzer divisions remaining to Fourth Army had together no more than thirty-five tanks; most of the tanks originally available had been lost owing to atrocious going conditions and the uninterrupted heavy fighting. These thirty-five tanks were all placed under command of 17 Panzer Division, in order to avoid splitting up this little force.

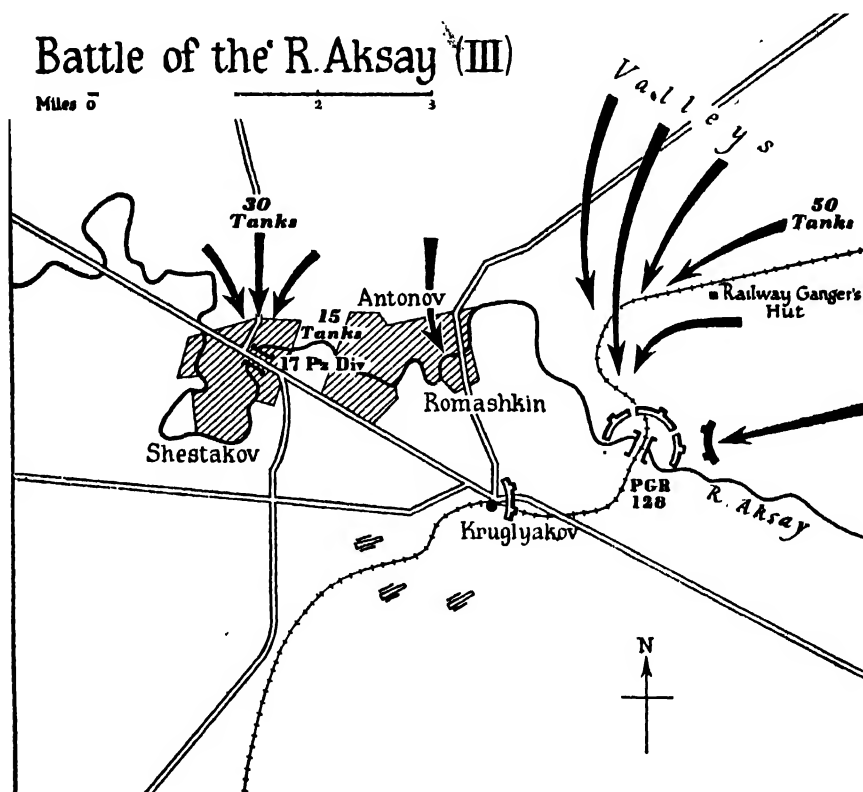
The terrain, although cut by numerous narrow valleys, offers no obstacle to the eye for many miles, as there are hardly any ground elevations in the steppe; nor is there any cover. At that time of year the ground was slippery with ice and very smooth; the Aksay is twenty-five yards wide and its valley deeply cut. There was but little snow, and it was very cold, the thermometer registering a temperature far below freezing point.

On this sombre stage a drama was played out whose historical importance it is difficult to exaggerate; it is not fanciful to regard the struggle on the banks of this little unknown river as marking a crisis in the fortunes of the Third Reich, the end of Hitler's hopes of empire, and a vital link in the chain of events leading inevitably to the fall of Germany.

On the morning of 17 December, P.G.R. 128 of 23 P.G.D. was holding positions on the north bank of the Aksay between Kruglyakov, on the main railway line to Stalingrad, and Shestakov, where there was a road bridge across the river. (Both the rail and road bridges had been captured intact.) 17 Panzer Division with all thirty-five tanks had concentrated at Klymovka on the left flank. (See Maps I & II.) That day Russian infantry supported by tanks kept attacking the German bridgehead at Kruglyakov, and fifteen Russian tanks were

thrown into the battle near Shestakov, held by the engineer battalion of 23 P.G.D. The attacks were beaten off with heavy loss, and the Russian 87 Rifle Division and 13 Armoured Brigade were identified.

On the night 17/18 December P.G.R. 128 made a successful attack on the right flank and enlarged the bridgehead along the railway as far as 'the little house of the railway ganger'.



In view of this success General Hoth felt justified in making preparations to continue the advance towards Stalingrad.

At 0800 on the 19th 17 Panzer on the left flank moved across to Antonov; reconnaissance reports indicated that the Russians were considerably stronger than the day before. At noon Russian forces of regimental strength, effectively supported by aircraft and artillery, attacked the sector near the railway ganger's house, while another force of similar strength attacked the panzergrenadiers from the deeply cut valleys to the north-west. Some seventy Russian tanks followed up the attack, mainly in the area of the railway ganger's house, whereupon German armour advancing from the Antonov area joined in

the battle. Under the fire of German anti-aircraft guns, artillery and tanks, the Russians were unable to deploy, and after nine hours of fierce fighting they called off their attack.

On 20 December, 57 Panzer Corps attempted to resume its advance, but the Russian resistance was so stubborn and their fire so heavy that no ground could be gained. The next two days saw bitter fighting around the railway ganger's house, with many casualties on both sides. All Russian attacks were repulsed, but while their losses could be replaced the German could not; the strength of the German units was dwindling and there was no hope of reinforcements. On the 23rd, German armour thrusting westwards up the railway bumped into eighty Russian tanks, and finally threw them back after four hours' intense fighting.*

On Christmas Eve the Russians attacked in great force along the whole line. The ganger's house was lost and P.G.R. 128 was driven back to the railway bridge; on the left flank the composite panzer regiment suffered such heavy casualties that it had to be withdrawn across the Aksay to the village of Romashkin. After dark twenty Russian tanks attacked Shestakov while other tanks on the river bank shelled Romashkin; the night was lit up with the flashes of a great artillery duel, but finally the Russians seemed to have had enough and withdrew. This was deceptive; at dawn thirty Russian tanks rushed down on Shestakov at top speed and crushed the resistance of the engineer battalion. Supported by fire from the direction of Antonov, Russian tanks tried to cross the bridge; one got over but the bridge collapsed under the weight of the second. (Some days before a German tank had left the bridge and had fallen into the river beside it.)

It was clear that the Russians were not content with crushing the German bridgehead; they sensed an opportunity to cross the river and destroy the German troops whose weakness had become apparent during the incessant fighting. Nevertheless, throughout that heart-breaking Christmas day, all Russian attempts to gain a foothold on the south bank of the Aksay were beaten off. 88-mm guns proved their worth in dealing with the Russian armour, and the railway bridge was held against massed infantry assaults, strongly supported by bombers and artillery.

On the night 25/26 December Russian infantry, covered by close-range tank fire, stormed across the wreckage of the

* It is certainly arguable that at this stage Paulus should have attacked in order to tie down the Russians on his front and prevent their concentrating overwhelming forces against 57 Panzer Corps.

Shestakov bridge ; receiving reinforcements in a continuous stream they entered Romashkin. The remnants of P.G.R. 128 were destroyed in a night battle for the railway bridge at Kruglyakov, and the bridge was finally lost when fifty tanks attacked it early on the 26th.

During the morning the Russians improvised a bridge across the two tanks, German and Russian, which had fallen into the river at Shestakov. This proved capable of bearing armour, and their tanks poured across. German resistance finally broke down, and the remnants of 57 Panzer Corps withdrew to the south.

The characteristic features of this dramatic battle were mobility, quick reaction and utter perseverance on both sides. Tanks were the main weapon used and both sides realized that the main task of the armour was to destroy the opposing tanks.

The Russians did not stop their attacks when darkness fell, and they exploited every success immediately and without hesitation. Some of the Russian attacks were made by tanks moving in at top speed ; indeed, speed, momentum and concentration were the causes of their success. The main effort of the attacking Russian armour was speedily switched from one point to another as the situation demanded. Whether these results were due to the influence of General Vatutin I do not know, but the tactical conduct of the battle by the Russians was on a high level.

Of the heroism of the men of 57 Panzer Corps in this vain attempt to rescue their comrades at Stalingrad, it is unnecessary to say more. By 26 December the Corps was almost non-existent ; it had literally died on its feet.

THE END OF THE SIXTH ARMY

Sixth Army was doomed ; nothing could save Paulus now. Even if by some miracle a break-out order had been wrung from Hitler, even if the exhausted and starving troops had cut through the Russian ring, the means did not exist to get them back across the icy steppe to Rostov. The army would have perished on the march, as surely as Napoleon's veterans between Moscow and the Berezina.

Hitler took the Stalingrad area under his personal command ; it was designated as a ' War Theatre under the Supreme Command '. He assumed direct responsibility for everything regarding Stalingrad. Without having been there, he gave the most detailed instructions, and controlled and commanded

the Stalingrad garrison from his headquarters in East Prussia, 1,300 miles away !

The Russian offensive on the Don had captured the two airfields at Morovskaya and Tatsinskaya, which were the nearest points from where supplies could be flown to Stalingrad. From these airfields it had been possible to maintain three flights a day, which meant a quasi-regular supply for Sixth Army. Now the front line had receded hundreds of miles. From the available airfields it took two to three hours to reach Stalingrad, which meant that supplies could only be flown in once a day. The deterioration in weather conditions made the supply position still more hopeless.

One of the most difficult problems was the care of the wounded, and in this connexion the garrison was short of every necessity. Until then there had been some means of bringing the wounded to the Pitomnik airfield from where they could be flown out. But in view of the shortage of petrol and vehicles this was no longer feasible. The number of wounded and of those suffering from frost-bite grew so rapidly that it was quite impossible to evacuate even the most serious cases. Most of the aircraft, which arrived in ever-decreasing numbers, preferred to drop their cargo, as landing had become very difficult indeed. There were some nights when not a single aircraft touched down.

Colonel Dingler says :

I must emphasize the fact that the aircraft crews did a job which can be called superhuman. It is certainly not the crews who should be blamed for the inefficient way in which our supply problem was handled.

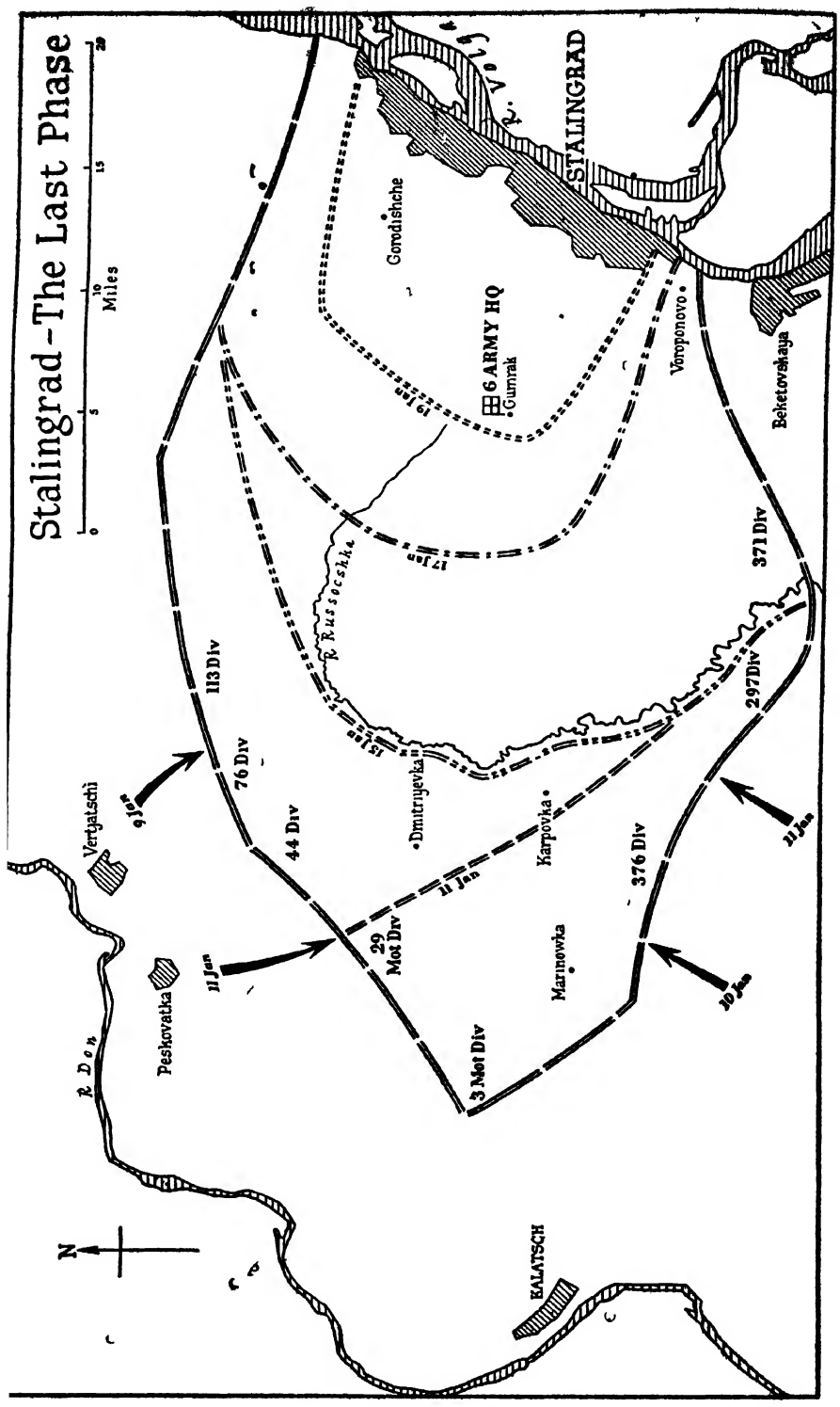
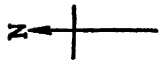
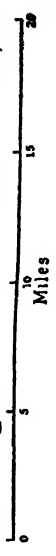
Although everyone realized how difficult and desperate our situation was, there was never a hint of panic. The morale of the soldiers was above praise ; camaraderie and preparedness to help each other were not the exception but the rule.

At about this time we began to discuss what to do if the worst were to happen. We talked about captivity. We talked about the question of committing suicide. We discussed the question of defending what we held to the last bullet but one. Of course there were as many opinions as people and it must be emphasized that there was no compulsion from above in any direction. These things were left to be decided by the individual himself.

On 8 January white flags fluttered at the outposts—a Russian parlementaire presented terms of surrender. Signed by Colonel-General Rokossovsky* and Marshal of Artillery

* Rokossovsky is a Pole by birth, and a former officer of the Tsarist Army. He is now C.-in-C. of the army of satellite Poland.

Stalingrad - The Last Phase



Voronov the terms offered 'honourable surrender, sufficient rations, care for the wounded, officers to keep their weapons, repatriation after the war to Germany or any other country'. The fundamental condition was that all equipment had to be handed over undamaged. The terms were broadcast to the troops by innumerable pamphlets dropped by aircraft.

Dingler says :

The Russian offer was refused. It was refused unanimously by the rank and file because they did not have much faith in Russian promises. We all knew 'Ivan' too well ; one never knew what 'Ivan' would do next, promises or no promises. Subconsciously our men may still have hoped that somebody would come along and get us out of this tight corner in the nick of time, which after all would be better than a doubtful captivity in Siberia.

The men in command of our beleaguered army had yet another reason for refusing to surrender. They had received information that our forces in the Caucasus were about to withdraw. We at Stalingrad were surrounded by three Russian armies which would be free for other operations if we capitulated. But if we held out, our army in the Caucasus would probably be able to carry out the planned withdrawal in an orderly fashion.

On 10 January the Russians started their offensive against Stalingrad with everything they had. The main onslaughts were directed against the southern and western sectors. While no break-through was made on the southern sector, the 'nose of Marinowka', held by 3 Motorized Division, had to be abandoned and the troops were forced to withdraw to a new 'line', marked as such on staff maps but in reality non-existent. There were no trenches and no positions for the riflemen ; the decimated troops, overtired, exhausted, and with frost-bitten limbs, simply lay in the snow. Heavy weapons and tanks had to be abandoned as there was no petrol to move them, and it was evident from the start that this so-called 'position' could not be held for any length of time.

Some soldiers, who had fallen into Russian hands, were returned to the German lines after they had been given bread and bacon. They were supposed to incite the troops to surrender. But the trick did not work and these men took up their positions at the side of their comrades without a word of complaint.

On 11 January the Russians again attacked the western salient, and had the luck to catch our troops while they were regrouping. 29th Motorized Division and 376 Division were virtually destroyed, and the German line was forced back

across the Russoschka valley. (See map, page 194.) The new line ran across deep snow, without trenches or dugouts; Sixth Army Headquarters designated this as 'the final position'.

On 16 January the Russians resumed their attacks to the west and south, and pushed forward remorselessly towards Gumrak, the last airfield remaining to the beleaguered garrison. Whenever the Russians met determined resistance they stopped, and attacked somewhere else. By 19 January the ring round Sixth Army had grown very tight, and Paulus held a conference with his Corps Commanders. It was seriously proposed that on 22 January all troops in the 'fortress' should rise as one man, and break out in small groups in an endeavour to reach the German lines on the Don. As Dingler comments, 'this was a plan which despair alone could suggest', and it was quietly forgotten.

During this period various senior commanders and staff officers received orders to fly out of the Stalingrad ring. Among these was Colonel Dingler, whose shattered 3 Motorized Division was then holding a small sector near the water tower of Voroponovo. Together with General Hube, the commander of 14 Panzer Corps, he was to leave Stalingrad and try to improve the supply position of those in the ring. It was with a heavy heart that he left his men behind, and he did not do so before discussing the order with his Divisional Commander and other officers, who saw a ray of hope in this mission. The one and only transport vehicle left to the Division—a motor-cycle combination—brought him to the Gumrak landing ground; the road was covered with dead soldiers, burnt-out tanks, abandoned guns, indeed, all the debris of an army in the last stages of dissolution. The airfield presented a similar picture of destruction—a snowy desert littered with aircraft and vehicles. Everywhere lay the corpses of German soldiers; too exhausted to move on, they had just died in the snow.

Discipline on the landing ground was good, and nobody was allowed to board a plane without a written permit signed by the Chief of Staff of the Army. The wounded were given priority, although by this time only those who could walk or crawl were able to reach the airfield. During the night 19/20 January only four aircraft touched down at Gumrak. The landing ground was under continuous artillery fire, as the Russians were not more than two miles away.

Dingler's aircraft took off on a moonlit night with light snow falling; he remarks that it was a miracle that Gumrak held out for three more days. On 23 January it fell to the Russians;

the last human contact with the outer world was broken and from then on supplies had to be dropped.

In this manner Sixth Army dragged out a nominal existence for another week. On 30 January the Russians overran the southern pocket of Stalingrad, and captured Paulus and his headquarters. The northern pocket fell two days later, and on 3 February the German Supreme Command announced the news as follows :

The battle for Stalingrad has ended. Faithful to its oath to fight to the last breath, the Sixth Army under the exemplary leadership of Field-Marshal Paulus has been overcome by the enemy's superior force and by adverse circumstances.

The official communique was far from reflecting the true opinions of Hitler. Evidence produced since the war shows that the capture of Paulus infuriated him ; he had expected his newly-promoted Field-Marshal to commit suicide. Hitler told his staff : *

What hurts me most, personally, is that I still promoted him to Field-Marshal. I wanted to give him this final satisfaction . . . a man like that besmirches the heroism of so many others at the last moment. He could have freed himself from all sorrow and ascended into eternity and national immortality, but he prefers to go to Moscow.

The Russians claimed 90,000 prisoners ; 40,000 men had been flown out, therefore 140,000 soldiers must have lost their lives. The German Army had suffered an irreparable defeat.

* *Hitler Directs his War* (Conference on 1 February), pp. 21-22.

XIII

MANSTEIN'S GREAT ACHIEVEMENT

RETREAT TO THE DONETZ

IT WILL BE recalled that on 22 December the Headquarters of 48 Panzer Corps and 11 Panzer Division were ordered to leave the line of the Chir, and move with all speed to Tatsinskaya, some ninety miles to the west. This step was forced upon Manstein by the Italian collapse on the middle Don ; the Russian First Guard Army was pouring through the gap and by Christmas its spearheads were barely eighty miles from Rostov. (See map facing page 185.)

Our orders were to take command of 6 and 11 Panzer Divisions and restore the front to the north and west of Tatsinskaya, where a Guards Armoured Corps was driving towards the Donetz. I hurried to Tatsinskaya with the Operations Section of the Corps and set up our Battle Headquarters there. On Christmas Eve the Russians overran a large airfield to the west of the town, which was being used to supply the Stalingrad garrison. Terrible atrocities were committed there, and when the airfield was retaken we found the corpses of many of our comrades, with eyes gouged out and ears and noses cut off.*

6 Panzer Division was ordered to attack north of Tatsinskaya and close the gap in the front, thus cutting off the retreat of the Guards Corps, which had broken through. 11 Panzer was told to deal with these gentlemen and wipe them out. The perfectly flat snow-covered steppe was ideal for armoured movement, and the two panzer divisions carried out their task with magnificent dash and *élan*, recalling the spirit of the old cavalry regiments. The Guards Corps was encircled by 11 Panzer and sent out frantic messages for help—most of them in clear. The appeals were all in vain ; General Balck and his troops did a thorough job and the whole force was destroyed or captured.

* See also *Stuka Pilot*, p. 70. In *Manstein*, p. 187, R. T. Paget remarks that, 'The Slavs, particularly when drunk, appear to have a taste for fantastic mutilations.'

As a result of this victory the immediate danger to Rostov from the north-east was warded off, but new perils menaced us on other sectors of the immense front. Because of the withdrawal of 11 Panzer, the positions on the Chir could no longer be held, and resistance collapsed during the last days of December. Army Detachment Hollidt formed an improvised line along the Tzymbiya river, thirty miles west of the Chir, and three Russian armies hurled themselves against it. To the south of the Don the relics of Hoth's Fourth Panzer Army were driven out of Kotelnikovski and back to the line of the Sal. The Russian advance in this direction menaced Rostov from the south, and in any case seemed certain to cut the line of withdrawal of Field-Marshal von Kleist's Army Group, now trying to extricate itself from the Caucasus, nearly 400 miles to the south-east.

Manstein was faced with strategic problems of a magnitude and complexity seldom paralleled in history. He handled the situation with masterly coolness and judgement, shrewdly assessing the risks, and moving his slender reserves from point to point as the situation demanded. To find another example of defensive strategy of this calibre we must go back to Lee's campaign in Virginia in the summer of 1864.

The position of the Caucasus armies remained critical during January. Seventeenth Army withdrew into the Kuban bridge-head, while First Panzer Army was directed on Rostov. At the same time 48 Panzer Corps and Army Detachment Hollidt were brought back to the line of the Donetz, to the south-east of Voroshilovgrad. 48 Panzer Corps was allotted 6 and 7 Panzer Divisions, and 302 Infantry Division, which had just arrived from France, after receiving its baptism of fire at Dieppe a few months before. With these troops we successfully contained violent Russian attacks along the Donetz during the second half of January.

11 Panzer Division was detached from 48 Panzer Corps and sent south of the Don to assist Fourth Panzer Army in protecting the Caucasus 'bottleneck'. While in the Caucasus it fought an interesting action which is worth describing in detail.

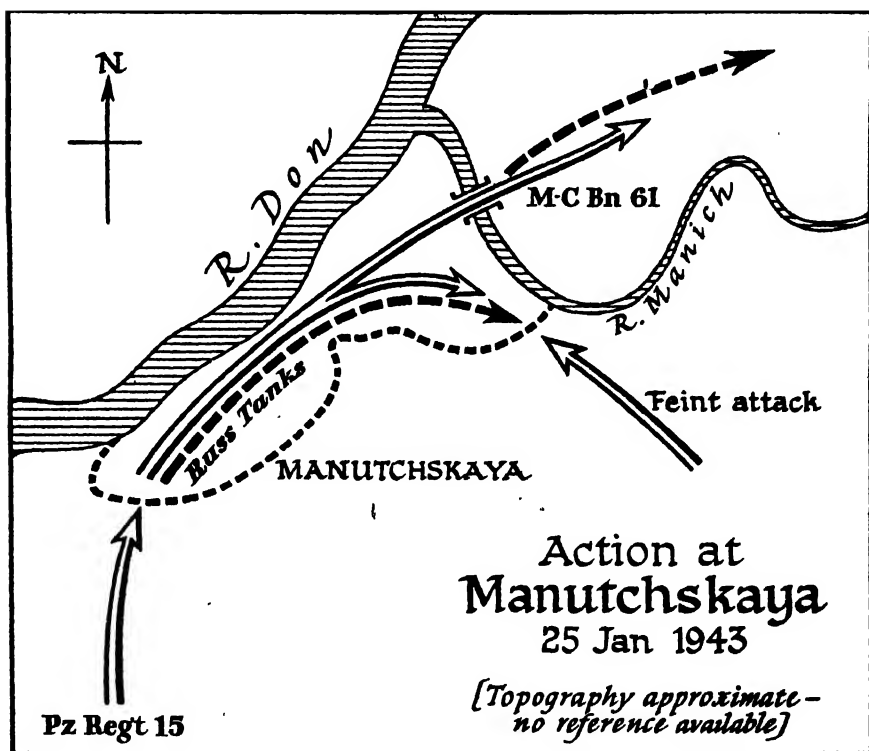
THE ACTION AT MANUTCHSKAYA

During January Fourth Panzer Army was driven from its positions on the banks of the Sal, and back to the line of the River Manich which runs south-east from Rostov. The Russians * swept down the river as far as its point of junction

* Commanded by General Yermenko.

with the Don, barely twenty miles from Rostov. Not only that, they forced a crossing of the Manich at Manutchskaya, and occupied this village, which lies on the western bank of the river. They then pushed boldly towards Rostov and across the line of withdrawal of First Panzer Army.

It was vital to restore the situation, and on 22 January Manstein brought 11 Panzer Division across to the south bank



of the Don to support the counter-attack of Fourth Panzer Army. The following account is based on General Balck's personal report.

On 23 January, 11 Panzer, in conjunction with 16 Infantry Division, struck the advancing Russians and rolled them back to their bridgehead at Manutchskaya. On the 24th they attacked the village but were beaten off. It was essential to capture the place with its big road bridge across the Manich, for unless it could be taken a repetition of the attack on Rostov would be possible at any time. On 25 January, 11 Panzer Division was ordered to eliminate the bridgehead at all costs; the division was urgently required on the right wing of Fourth Panzer Army where another crisis had arisen.

The locality was strongly fortified and numerous tanks had been dug in between the houses to serve as bunkers ; they were difficult to discover and to counter. The first attack had failed under their unopposed fire, although our losses were light as the troops had now developed a very fine sense of danger, and pulled back in time.

For the second attack it was important to lure the Russian tanks—most of them entrenched in the southern part of the village—from their lair. To achieve this, the fire of the entire artillery was concentrated on the north-eastern sector of the village, and a feint attack was mounted at this point by armoured cars and ' half-tracks ' under cover of a smoke screen. Then suddenly the fire of the divisional artillery was directed on the southern part of the village and concentrated in a single mighty blow on the point where we intended to break in ; the rate of fire was increased to maximum intensity. Only one battery continued to support the feint attack with smoke shell.

While the shells were still falling, the tanks of Panzer Regiment 15 charged the village, and rolled up the defences from south to north. The Russian tanks which had moved to the northern part of the village were attacked from the rear and destroyed by our panzers after a fierce struggle. The Russian infantry took to their heels and fled across the Manich without destroying the bridge ; Motor Cycle Battalion 61 was sent to intercept them while the tank battle was still raging in the village.

At first the Divisional staff conducted the battle from a hill south of Manutchskaya, but later on joined the leading tanks. German losses were one killed and fourteen wounded ; on the Russian side twenty tanks were knocked out and 500-600 killed or wounded. This battle showed in the clearest way how an action can be conducted with a minimum of losses, provided the attacking forces are well co-ordinated, and can turn the enemy's dispositions to their own advantage. In this case General Balck decided to break in at the very point where our previous attack had failed ; thus his feint attack completely fooled the Russians.

From the Russian point of view it would have been better not to dig in their tanks in the front line, but to concentrate them in reserve for a mobile counter-attack.

This well-planned attack by 11 Panzer Division was of decisive importance in smashing the Russian offensive against Rostov from the south.

MANSTEIN'S COUNTERSTROKE

On 15 January the Russian High Command let loose another of their tremendous offensives, directed this time against 2 Hungarian Army south of Voronezh. These operations were co-ordinated by Marshal Vassilevsky, and Marshal Vatutin had also been brought to this sector. The Hungarian troops were of better quality than the Rumanians or Italians, but they could not withstand the flood. The Russian columns poured through a gap 175 miles wide, and by the end of January had captured Kursk, and were over the Donetz to the south-east of Kharkov. In spite of the successful withdrawal of the Caucasus armies, another Stalingrad loomed up for Manstein. The direction of the Russian prongs pointed ominously towards the Dnieper crossing at Zaporozhe, the main supply centre for Army Group Don. (See map facing page 203.)

Manstein was not unduly worried and felt that he could cope with the situation, provided he could get permission to manoeuvre and yield ground where necessary. But this was precisely the point on which Hitler would never compromise ; he always thought of defensive warfare in terms of the Western Front of 1914-18, with its rigid defence and the contesting of every yard of ground. His convictions on the point had been strengthened by the success of his strategy in the Russian winter of 1941/42 ; in December 1941 he had refused requests for large scale withdrawals and events had proved him right. Manstein had now got First and Fourth Panzer Armies on to the northern bank of the Don ; with this striking force he felt confident of smashing the Russian offensive if he was given a free hand to withdraw from the line of the Donetz ; evacuate Rostov, and take up a much shorter front along the Mius river—the original starting point of the 1942 offensive. Hitler refused point-blank, but the situation was too critical for trifling and Manstein demanded an interview. On 6 February Hitler came to see Manstein at his headquarters near Zaporozhe, and tense and prolonged discussions took place.

Perhaps the surrender of Paulus six days before had put the Führer in a more receptive frame of mind ; anyhow, he yielded to Manstein's representations. The greatest obstacle to victory had now been overcome, and Manstein could frame his plans with an easy mind.

During the first half of February everything seemed to go well for the Russians. Army Detachment ('*Armee Abteilung*') Hollidt gave up its positions on the lower Donetz, and withdrew through Rostov and Taganrog to the entrenchments

along the Mius. On 10 February 48 Panzer Corps, which had repulsed all attacks, fell back from the line of the Donetz; the corps assembled for new operations to the north of Stalino, in the heart of the Dombas industrial area. On 16 February Army Detachment Kempf was compelled to evacuate Kharkov, as its northern wing was being enveloped from the direction of Belgorod. A gap opened between Army Detachment Kempf and the left flank of Army Detachment Fretter Pico at Izyum on the Donetz. The Russians exploited the situation and pushed southwards from Barvenovka and south-westwards through Losovaya. On 21 February Russian tanks reached the Dnieper and came within sight of Manstein's Headquarters at Zaporozhe.

Manstein was perfectly calm; indeed he watched the Russian manoeuvre with satisfaction. On 17 February Hitler had visited him again to demand the immediate recapture of Kharkov, and Manstein had explained that the farther the Russian masses advanced to the west and south-west, the more effective would be his counter-stroke. He was drawing the Russians into a most dangerous pocket, because Army Detachment Kempf was standing firm at Krasnograd, thanks to the arrival of reinforcements, including P.G.D. 'Gross Deutschland'.

On 21 February Army Detachment Hollidt and First Panzer Army were holding a strong front along the line of the Mius and to the north-east of Stalino. To the north-west of that town, Fourth Panzer Army stood ready to counter-attack; 48 Panzer Corps was on the right with 6, 11 and 17 Panzer Divisions and the S.S. Panzer Corps was on the left, with Panzer Division 'Leibstandarte' and Panzer Division 'Das Reich'.*

On 22 February these five panzer divisions started their drive in a north-westerly direction. The move was a concentric one and carried out under strictly co-ordinated control. 48 Panzer Corps moved towards Barvenovka and its rapid advance came as a complete surprise to the Russians. In a few days 17 Panzer Division on the right flank gained the Izyum-Protoponovka sector on the Donetz river, while the S.S. Panzer Corps took Losovaya and established contact with Army Detachment Kempf, which had joined in the attack from the west.

The terrain was almost completely open, slightly undulating, and cut here and there by narrow brooks which were then

* The S.S. panzer divisions and P.G.D. 'Gross Deutschland' each had a battalion of the new Tiger tanks.

completely frozen. It resembled the area west of Stalingrad, and indeed was very much like the North African desert. Russian columns streaming back to the north were visible at a distance of eight to twelve miles and were taken under effective artillery fire at that range. Some Russian formations succeeded in escaping the trap, but the First Guard Army and Armoured Group Popov suffered very heavy losses in men and equipment. By 6 March several large Russian armoured formations and one cavalry corps were completely cut off by Fourth Panzer Army and Army Detachment Kempf; 615 tanks were destroyed and more than 1,000 guns captured. 48 Panzer Corps pressed forward to the east of Kharkov, and by the middle of March the line of the Donetz was firmly held and the front again faced east. The S.S. Panzer Corps continued its victorious advance and on 15 March the German War Flag again floated over the great square of Kharkov.

In the sector of First Panzer Army between Lisichansk and Izyum the Russians were also defeated and thrown back across the Donetz. Thus in a few weeks Manstein had been able to carry out a successful withdrawal, to launch a counter-attack on a large scale, to eliminate the threat of encirclement, to inflict very heavy losses on a victorious enemy and to re-establish the southern front from Taganrog to Belgorod as a straight defensive line. In numbers of divisions the ratio of strength was 8 to 1 in favour of the Russians, and these operations showed once again what German troops were able to do when led by experts in accordance with accepted tactical principles, instead of being hampered with 'holding at all costs' as the battle-cry.

Having regard to the problems which faced Manstein between December 1942 and February 1943, it may be questioned whether any achievement of generalship in the Second World War can approach the successful extrication of the Caucasus armies and the subsequent *riposte* to Kharkov. The German military writer, Ritter von Schramm, spoke of 'a miracle of the Donetz', but there was no miracle; victory was gained by masterly judgement and calculation.

The following points were evident in the counterstroke of Fourth Panzer Army in February and March:

- 1) High level commanders did not restrict the moves of armoured formations, but gave them 'long range tasks'.
- 2) Armoured formations had no worries about their flanks, because the High Command had a moderate infantry force available to take care of flanks.

- 3) All commanders of armoured formations, including panzer corps, conducted operations not from the rear, but from the front.
- 4) The attack came as a surprise regarding time and place.

It is interesting to see how the Russians reacted to this surprise attack. The Russian soldier is temperamentally unstable; he is carried on by the herd instinct and is therefore not able to endure a sudden change from a triumphant advance to an enforced and precipitate withdrawal. During the counter-attack we witnessed scenes of almost unparalleled panic among the Russians, to the astonishment of those who had experienced the stubborn, almost fanatical resistance the Russians put up in well-planned and efficiently organized defences. It is true that the Russian can be superb in defence and reckless in mass attacks, but when faced by surprise and unforeseen situations he is an easy prey to panic. Field-Marshal von Manstein proved in this operation that Russian mass attacks should be met by manoeuvre and not by rigid defence. The weakness of the Russian lies in his inability to face surprise; there he is most vulnerable. Manstein realized his weakness. He also realized that his own strength lay in the superior training of his junior commanders and their capacity for independent action and leadership. Thus he could afford to let his divisions withdraw for hundreds of miles, and then stage a smashing counter-attack with the same divisions, which inflicted heavy blows on their startled and bewildered opponents.

POLITICAL PROBLEMS

The Kharkov counter-attack was followed by three months of comparative calm, and I took advantage of this leisure to study the Russo-Communist problem at first hand. When I had the chance I visited factories in Stalino and Kharkov and learned as much as I could about the conditions of life of the urban and rural population. This activity had its lighter side, and I joined in many a gay and frolicsome Ukrainian peasant dance.

I deem myself lucky not to have had too intimate an acquaintance with the partisans, who rarely operated in the immediate vicinity of the front. Nor were the open plains of the Ukraine suitable for partisan operations, whereas the densely wooded areas of central and northern Russia were ideal for the purpose. As regards partisans, we soldiers

adopted a principle which in my opinion is recognized by every army, namely, that no means are too hard if they serve their purpose in protecting the troops against partisans, guerillas, or *franc-tireurs*.^{*} The rules and conventions of warfare have been carefully built up since the seventeenth century ; they cannot be applied to partisan activity, and a heavy responsibility rests with those governments who deliberately organize and support this terrible form of war. In the Soviet Union the partisan forces had been thoroughly trained and organized in peacetime. They depended for their success, however, on the sympathy of the local population, which they certainly did not get in the Ukraine.

During the spring of 1943 I saw with my own eyes that German soldiers were welcomed as friends by Ukrainians and White Russians. Churches were reopened. The peasants, who had been degraded to kolkhoz workers, were hoping to get their farms back. The population was relieved to have got rid of the Secret Police and to be free of the constant fear of being sent to forced-labour camps in Siberia. Interrogation of thousands of prisoners-of-war and long discussions with many of them convinced me that the average Russian is distrustful of the Communist Party ; many are filled with bitter hatred, particularly against party officials. There were thousands of Ukrainians and White Russians, who even after the numerous and disastrous setbacks the German armies suffered during the winter of 1942/43, took up arms to free Russia from the yoke of Communism.

It was interesting, though by no means encouraging, to see how the German political leaders dealt with this situation. The armed forces did not receive any political directives for the conduct of the war in Russia. Hitler liberated the Russians from their Communist commissars and gave them Reichs commissars instead ; in particular the Ukrainians were saddled with the ill-famed Gauleiter Koch. The Russians hoped for a Russian Government to oppose Stalin and his clique, but nothing was done to fulfil their hopes. The kolkhoz's remained in being ; they were rebaptized and given the name of ' communal property '. No Russian army was established, for had he done so, Hitler would have been compelled to make certain promises contrary to his political plans. Some local Cossack and Ukrainian divisions were allowed—grudgingly. In a condescending way the Russian was given permission to be a

^{*} See for example General Eisenhower's draconian ' Ordinance No. 1 of Military Government ', directed against potential partisan activity in Western Germany.

'Hiwi',* but this did not put our political leaders under any obligation. Instead of being sent to Siberia, thousands of Russian men and women were sent to Germany and called *Ostarbeiter* (workers from the east). They were virtually slaves.

Such was the 'liberation' of the Russian people, many of whom had welcomed the German soldiers as friends and benefactors.

Soviet propaganda was not slow to take advantage of the incredible psychological mistakes made by Hitler and his Reichs commissars. In a most skilful way Stalin played on the Russian's innate love for 'Little Mother Russia', and his propaganda machine soon succeeded in presenting the war as a struggle for the 'Fatherland'. The traditions of the former Tsarist army were all revived. Soon we had to face Guards divisions and Guards brigades. Officers proudly displayed their shining epaulettes, which veteran Communists had branded as symbols of reaction. Terms were even made with the Church.

German policy was one of the chief reasons for the intensified partisan warfare, and the German soldier had to suffer for it. Numerous enthusiastic and patriotic Russians were driven into the ranks of the partisans, disappointed by the ruthless treatment meted out to them by the German political administration. Finally in September 1944, when no German soldier was left on Russian soil, General Vlassov was allowed to build up a Russian army—but then it was too late.

The German political leaders missed the chance given them by fate to smash Russian Communism with the help of the Russian soldier.

* *Hilfswilliger*—a person rendering voluntary assistance.

XIV

THE BATTLE OF KURSK

'IT MUST NOT FAIL'

AT THE END of March 1943 the thaw started on the Eastern front ; ' Marshal Winter ' gave way to the still more masterful ' Marshal Mud ', and active operations came automatically to an end. All panzer divisions and some infantry divisions were withdrawn from the front line, and the armour in the Kharkov area was concentrated under 48 Panzer Corps. We assumed command of 3, 6 and 11 Panzer Divisions, together with P.G.D. ' Gross Deutschland '. Advantage was taken of the lull to institute a thorough training programme, and exercise the units on peacetime lines.

Training began on troop and platoon level and was progressively extended up to divisional exercises ; manœuvres were held under active service conditions and shoots with live ammunition were regularly carried out. I personally set out to make myself proficient in handling the Tiger tank ; I learned to drive this massive vehicle and fire its 88-mm gun. With this powerful gun and very strong armour the Tiger was the most successful and effective tank in the world until the end of the war ; it had already shown what it could do in the counter-attack on Kharkov. The Russian Stalin tank of 1944 was a very formidable opponent, but I do not consider it the equal of the Tiger.

On 31 March we were visited by the famous General Guderian ; he had been disgraced after the failure to capture Moscow in 1941, but his brilliant gifts could no longer be neglected, and Hitler had recalled him as ' Inspector-General of Armoured Troops '. Guderian particularly wanted to discuss the experiences of the Tiger battalion of the ' Gross Deutschland ' Division in the recent offensive, and Count Strachwitz, the very dashing commander of their panzer regiment, was able to give him many interesting details regarding the performance and limitations of the new tank. As a result

of his visit Guderian ordered a speed-up in the production of Tigers and Panthers.*

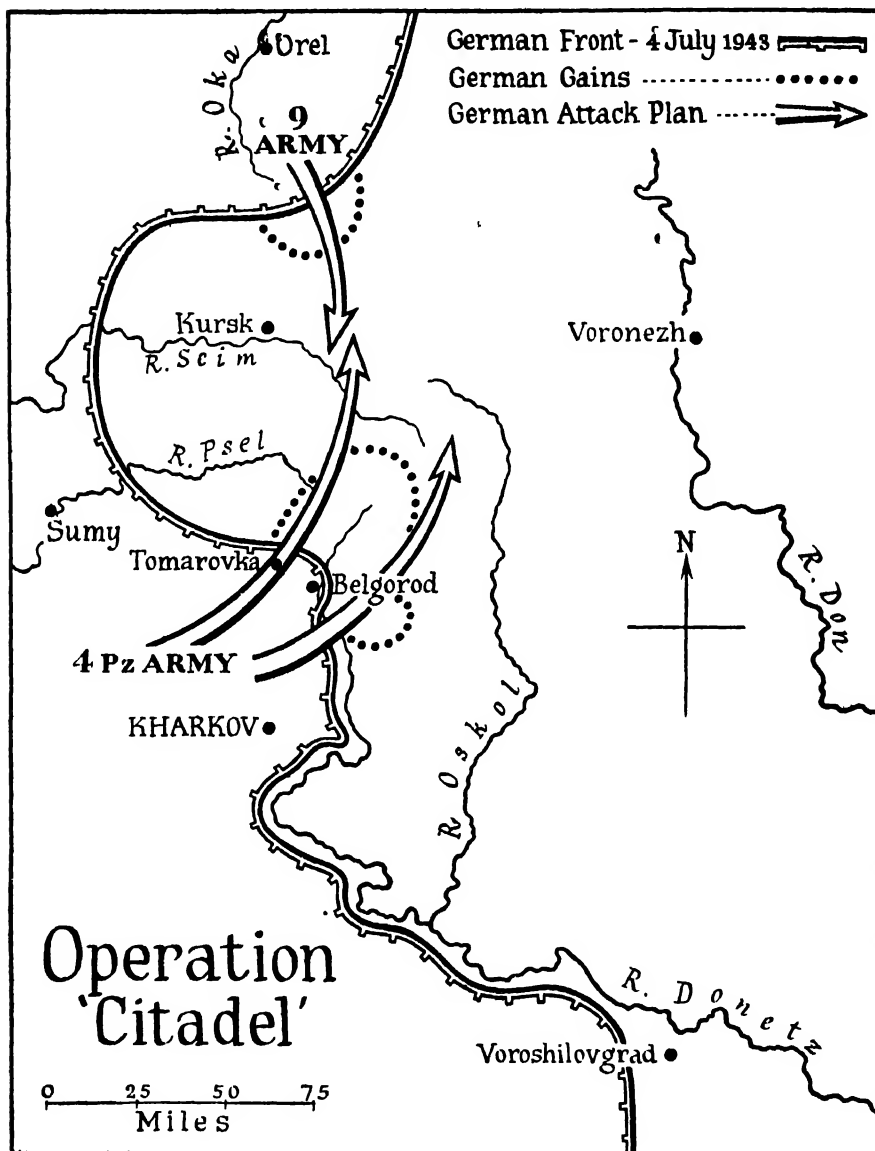
All our thoughts were concerned with the next campaign, which was bound to be affected by the strategic situation as a whole. By the spring of 1943 the military position of Germany had worsened immeasurably. In Russia the moral comfort of Manstein's latest victory could not obscure the fact that the whole balance of power had changed, and that we were faced by a ruthless enemy, possessed of immense and seemingly inexhaustible resources. The hope of forcing a decision in Russia had faded forever in the autumn and winter of 1942; the best we could hope for was a stalemate, and even for this our prospects were clouded by disasters in other theatres of war. The U-boat campaign was being mastered, Tunisia was tending rapidly towards another Stalingrad, and Anglo-American strategic bombing was imposing a grave strain on the population and industries of the Reich. Japan had shot her bolt, and Italy was desperate.

Strong German forces were now tied permanently to Italy and Western Europe to meet potential or actual invasion, and in particular a high proportion of our fighter aircraft had been drawn away from Russia to cope with increased bombing in the West. The Red Air Force was growing into a formidable power; the help given by the Anglo-Americans was bearing fruit and Russian planes in increasing numbers swarmed over the battlefield. Fortunately their efficiency in no way corresponded with their numbers and we could still gain air superiority over limited sectors and for limited periods. But it was clear that one of our great advantages had been whittled away.

In the circumstances the German Supreme Command was faced with a grave dilemma. Should we stand purely on the defensive in the East, or should we launch a limited attack in an endeavour to cripple Russia's offensive power? I was soon drawn into these discussions on a high level, for at the beginning of April I went on a short spell of leave and was ordered to report to General Zeitzler, Chief of the Army General Staff. The Headquarters of the Army High Command (O.K.H.) was then situated in the Fortress of Lötzen, in the Masurian Lakes region of East Prussia—an area recalling

* The Panther was regarded as the *dernier cri* in armour. Like the Tiger it mounted an 88-mm gun but had lighter armour and was more mobile. (Later models mounted a 75-mm.) At this time there were two types of Tiger—the 'Henschel' Tiger and the 'Porsche' Tiger. The latter model, named after the designer, had no machine-gun—a grave error which rendered them incapable of close-range fighting.

memories of Hindenburg's great victories of 1914. I reported to Zeitzler on the role of 48 Panzer Corps in the recent battles,



and learned that he contemplated a great offensive in which we were destined to play a very significant part.

It is true that in view of the losses suffered in preceding years there could be no question of seeking a decision. Zeitzler's object was a limited one; he wished to bite out the great

Russian bulge which enclosed Kursk and projected for seventy-five miles into our front. A successful attack in this area would destroy a number of Soviet divisions and weaken the offensive power of the Red Army to a very considerable degree. As part of Fourth Panzer Army, 48 Panzer Corps was to be the spearhead of the main drive from the south. I welcomed the idea, for our hardened and experienced panzer divisions had suffered little in the recent thrust on Kharkov, and were fit and ready for another battle as soon as the state of the ground would permit us to move. Moreover, at this stage the Russian defences around Kursk were by no means adequate to resist a determined attack.

Zeitzler then said that Hitler wanted to make the results still more decisive, and wished to postpone the offensive until the arrival of a Panther brigade. I listened to this with misgiving, and reported that according to the latest intelligence appreciations the Russians were still smarting under our recent blows, and the losses incurred in the rapid and costly withdrawal from Kharkov had not been made good. A delay of one or two months would make our task far more formidable.

Such was my introduction to the fateful Battle of Kursk—the last great German offensive in the east.

Zeitzler outlined the plan for Operation *Citadel*, as the new attack was to be called. All our available armour was to be concentrated in two great pincers—Colonel-General Model with his Ninth Army was to attack from the north, and Colonel-General Hoth with Fourth Panzer Army from the south. In the initial assault Hoth was to have eight panzer divisions and Model five; seven infantry divisions were to join in the attack and to obtain them the neighbouring fronts were to be thinned out beyond the limits of prudence. From the strategic aspect *Citadel* was to be a veritable 'death-ride', for virtually the whole of the operational reserve was to be flung into this supreme offensive.

Because so much was at stake, hesitations and doubts were bound to arise. When the attack was originally proposed, Field-Marshal von Manstein was strongly in favour, and believed that if we struck soon a notable victory could be won.* But Hitler kept postponing D-day, partly in order to assemble stronger forces, and partly because he had the gravest doubts about our prospects of success. Early in May he held a

* Manstein had pointed out, however, that there was much to be gained by adopting a strategy of manoeuvre. He suggested withdrawing his right wing to the Dnieper, and then counter-attacking from the area of Kharkov. Such a conception had no appeal for Hitler.

conference at Munich and sought the views of the senior commanders. Field-Marshal von Kluge, the commander of Army Group Centre, was strongly in favour; Manstein was now dubious, and Model produced air photographs which showed that the Russians were constructing very strong positions at the shoulders of the salient and had withdrawn their mobile forces from the area west of Kursk. This showed that they were aware of the impending attack and were making adequate preparations to deal with it.

Colonel-General Guderian spoke out and declared that an offensive at Kursk was 'pointless'; * heavy tank casualties were bound to be incurred and would ruin his plans for re-organizing the armour. He warned that the Panthers, on which 'the Chief of the Army General Staff was relying so heavily, were still suffering from many teething troubles inherent in all new equipment'. But General Zeitzler was still confident of victory, and perplexed by the conflict among the experts, Hitler put off the decision until a later date.

At this conference on *Citadel*, Hitler made the significant and perfectly accurate comment, that 'it must not fail'. On 10 May Guderian saw him again and begged him to give up the idea; Hitler replied, 'You're quite right. Whenever I think of this attack my stomach turns over.' † Yet under the pressure of Keitel and Zeitzler he ultimately gave way, and consented to an operation of grandiose proportions. The attack from the south was to be made by ten panzer, one panzergrenadier, and seven infantry divisions; the northern thrust would be delivered by seven panzer, two panzergrenadier and nine infantry divisions. ‡ It was to be the greatest armoured onslaught in the history of war.

THE PRELIMINARIES

For two months the shadow of *Citadel* hung over the Eastern Front, and affected all our thoughts and planning. It was disquieting to reflect that after all our training, our profound study of the art of war, and the bitter experiences of the past year, the German General Staff should be dabbling with a dangerous gamble in which we were to stake our last reserves. As the weeks slipped by it became abundantly clear that this was an operation in which we had little to gain and probably a great deal to lose. Hitler kept postponing D-day; the ostensible reason was that the Panthers were not ready, but it

* *Panzer Leader*, p. 307.

† *Panzer Leader*, p. 309.

‡ These totals include reserves not committed in the initial assault.

appears from Guderian's Memoirs that the Führer distrusted the whole conception of *Citadel*—on this occasion his intuition did not play him false.

It is an accepted fact that plans and preparations for an operation of such magnitude cannot be kept secret for any length of time. The Russians reacted to our plans exactly as was to be expected. They fortified likely sectors, built several lines of resistance, and converted important tactical points into miniature fortresses. The area was studded with minefields, and very strong armoured and infantry reserves were assembled at the base of the salient. If *Citadel* had been launched in April or May, it might have yielded a valuable harvest, but by June the conditions were totally different. The Russians were aware of what was coming, and had converted the Kursk front into another Verdun. Even if we should hack our way through the minefields and bite off the salient, little would be gained. The losses were certain to be enormous, and it was unlikely that many Russian divisions would be caught in the sack. As for wearing down the Russian reserves and thus forestalling their summer offensive, it was far more likely that our own reserves would be destroyed. One is reminded of the comment of General Messimy prior to Nivelle's offensive in April 1917: 'Guns yes, prisoners yes, territory yes, but all at an outrageous cost and without strategic results.' The German Supreme Command was committing exactly the same error as in the previous year. Then we attacked the City of Stalingrad, now we were to attack the Fortress of Kursk. In both cases the German Army threw away all its advantages in mobile tactics, and met the Russians on ground of their own choosing. Yet the campaigns of 1941 and 1942 had proved that our panzers were virtually invincible if they were allowed to manoeuvre freely across the great plains of Russia. Instead of seeking to create conditions in which manoeuvre would be possible—by strategic withdrawals or surprise attacks in quiet sectors—the German Supreme Command could think of nothing better than to fling our magnificent panzer divisions against Kursk, which had now become the strongest fortress in the world.

By the middle of June Field-Marshal von Manstein, and indeed all his senior commanders, saw that it was folly to go on with *Citadel*. Manstein urged most strongly that the offensive should be abandoned, but he was overruled. D-day was finally fixed for 4 July—Independence Day for the United States, the beginning of the end for Germany.

Broadly speaking the plan was very simple—Fourth Panzer

Army from the south, and Ninth Army from the north were to advance towards each other and meet east of Kursk. The main thrust of Fourth Panzer Army was to be delivered on both sides of Tomarovka, with 48 Panzer Corps on the left and the S.S. Panzer Corps on the right. The S.S. Corps had been given three panzer divisions ('Leibstandarte', 'Totenkopf' and 'Das Reich'); Army Detachment Kempf with one panzer corps and two infantry corps under command, was to advance from Belgorod in a north-easterly direction, thus acting as flank cover for the main drive. In 48 Panzer Corps we had 3 and 11 Panzer Divisions, and P.G.D. 'Gross Deutschland'.

'Gross Deutschland' was a very strong division with a special organization. It mustered about 180 tanks, of which 80 were part of a 'Panther Detachment' commanded by Lieutenant-Colonel von Lauchert, and the remainder were in the panzer regiment. The division also had two motorized infantry regiments, one a grenadier regiment, the other a rifle regiment.* There was an artillery regiment with four detachments,† an assault gun detachment, an anti-tank detachment, an engineer battalion and the normal signals and administrative units. For the first and last time during the Russian campaign the divisions enjoyed a few weeks' rest before the attack, and were up to full strength in personnel and equipment. 11 and 3 Panzer Divisions each had an armoured regiment with 80 tanks and full strength artillery. 48 Panzer Corps thus had some 60 assault guns, and more than 300 tanks, a striking power it was never to see again.

The terrain, over which the advance was to take place, was a far-flung plain, broken by numerous valleys, small copses, irregularly laid out villages and some rivers and brooks; of these the Pena ran with a swift current between steep banks. The ground rose slightly to the north, thus favouring the defender. Roads consisted of tracks through the sand and became impassable for all motor transport during rain. Large cornfields covered the landscape and made visibility difficult. All in all, it was not good 'tank country', but it was 'by no means 'tank proof'. There had been sufficient time to make thorough preparations for the attack.

For weeks the infantry had been in the positions from which the attack was to be launched. From there they had recon-

* There was little difference in the establishment of these units. The panzer-grenadiers had a somewhat higher proportion of heavy weapons.

† The German artillery '*Abteilung*' or detachment was somewhat larger than the British battery—12 or sometimes 16 guns.

notred all the details of the Russian defences and noted the peculiarities of the terrain. Officers in command of the attacking troops, down to company commanders, spent days in these positions, in order to acquaint themselves with the ground and the enemy. No precautions were omitted; none of the panzer men wore their black uniforms lest they give the show away. The fire plan, and co-operation between artillery and infantry, were carefully worked out. Air photos were available for every square yard of the Kursk salient. But though these photographs showed the depth and size of the Russian positions, they did not reveal details or give any indication of the strength of their forces, for the Russians are masters in the art of camouflage. Inevitably their strength was considerably underestimated.*

The most conscientious steps were taken to ensure the closest co-operation between air and ground forces: indeed, no attack could have been better prepared than this one. No movement whatever was allowed by day. To assemble so large a number of tanks and motorized troops was a difficult matter, the more so as few suitable roads were available. For nights on end the staff officers responsible for the movements of troops and munitions stood by the roadside and at road crossings to ensure that everything would go off without a hitch. Rain and cloudbursts did not allow the timetable to be adhered to in all respects, but the assembly was completed in time, and suffered no interference whatsoever from the Russians.

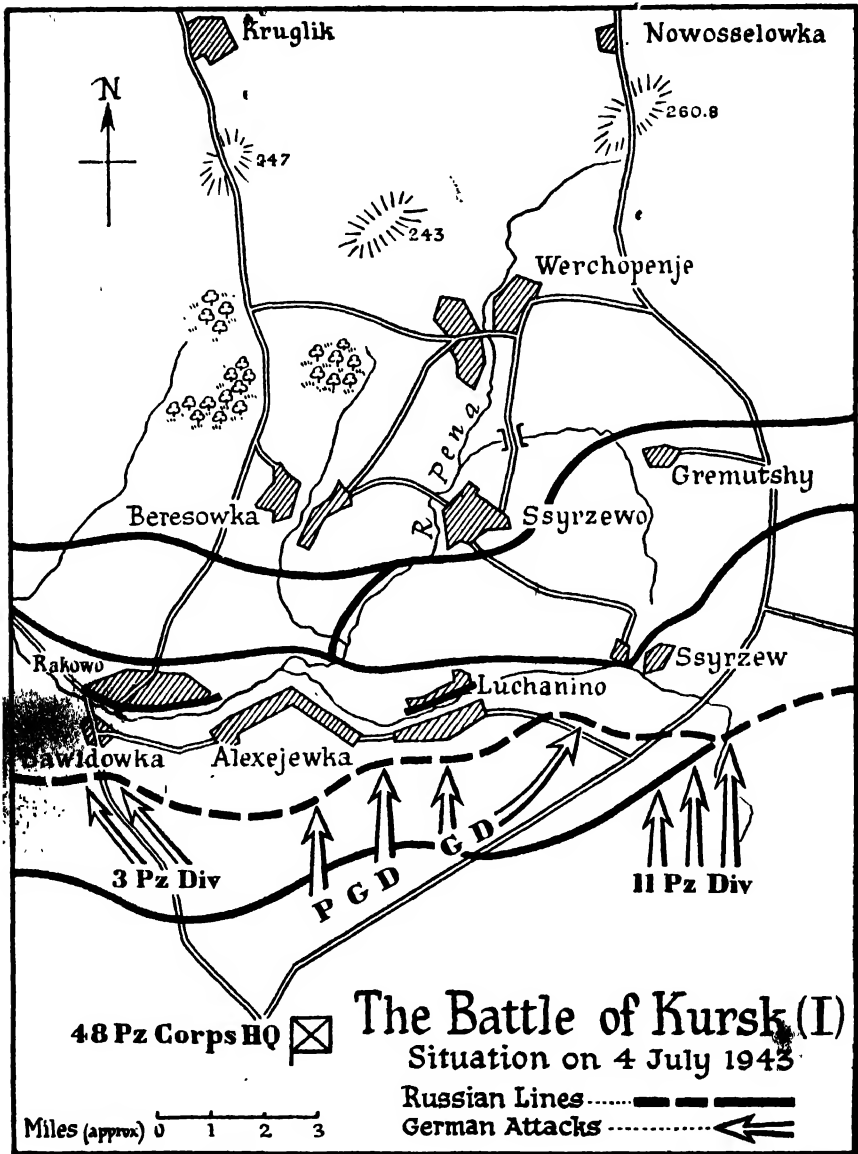
Contrary to the normal practice, we were not to attack at dawn, but in the middle of the afternoon. On 4 July the weather was hot and sultry and there was a feeling of tension along the battlefront. The morale of the attacking troops was of the highest; they were prepared to endure any losses and carry out every task given to them. Unhappily they had been set the wrong tasks.

THE ASSAULT

The Battle of Kursk began at 1500 hours on 4 July with an attack on the forward Russian lines, preceded by a short but sharp artillery preparation and air bombardment. On the front of 48 Panzer Corps, these lines ran some three miles south of the villages of Luchanino, Alexejewka and Sawidowka. Grenadiers and riflemen supported by assault guns and

* The Russian armies on the Kursk front were commanded by Marshals Rokossovsky and Vatutin.

engineers penetrated the Russian forward line that evening. During the night the tanks were moved up and P.G.D. 'Gross Deutschland' was ordered to advance next morning



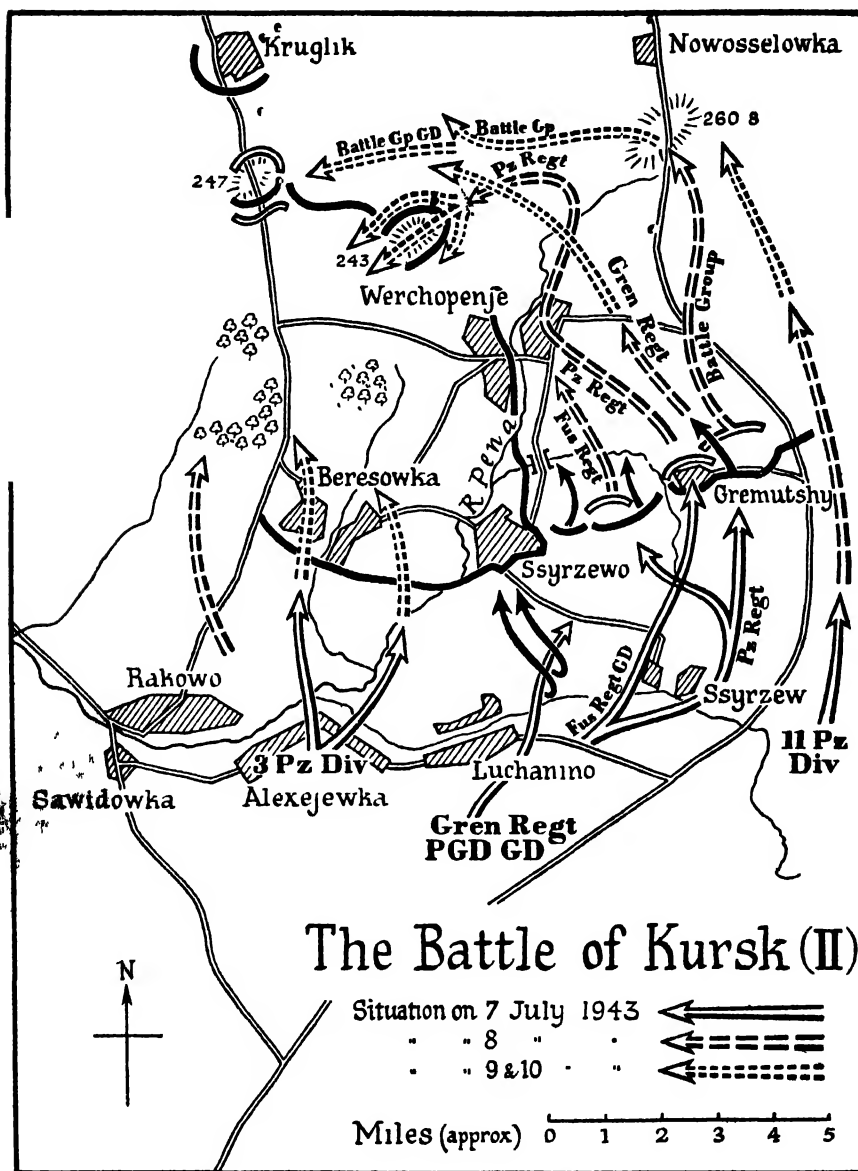
between Ssyryzew and Luchanino (Sketch 1). 3 and 11 Panzer Divisions were to attack on the flanks of 'Gross Deutschland'. But as bad luck would have it, a violent cloudburst that night transformed the ground along the banks of the stream between

Ssyrzew and Sawidowka into a morass. This proved of the greatest advantage to the Russian second line to the north of the stream and immensely increased its already considerable defensive strength.

On the second day of the attack we met our first setback, and in spite of every effort the troops were unable to penetrate the Russian line. 'Gross Deutschland', assembling in dense formation and with the swamp on its immediate front, was heavily shelled by Russian artillery. The engineers were unable to make suitable crossings, and many tanks fell victims to the Red Air Force—during this battle Russian aircraft operated with remarkable dash in spite of German air superiority. Even in the area taken by the German troops on the first day Russians appeared from nowhere, and the reconnaissance units of 'Gross Deutschland' had to deal with them. Nor was it possible to cross the stream and swamp on the night 5/6 July. On the left flank the attacks of 3 Panzer Division against Sawidowka were as unsuccessful as those of 'Gross Deutschland' against Alexejewka and Luchanino. The entire area had been infested with mines; and the Russian defence along the whole line was supported by tanks operating with all the advantages of high ground. Our assault troops suffered considerable casualties, and 3 Panzer Division had to beat off counter-attacks. In spite of several massive bombing attacks by the Luftwaffe against battery positions, the Russian defensive fire did not decrease to any extent.

On 7 July, the fourth day of *Citadel*, we at last achieved some success. 'Gross Deutschland' was able to break on both sides of Ssyrzew, and the Russians withdrew to Shy and Ssyrzewo. The fleeing masses were caught by artillery fire and suffered very heavy casualties; our tanks gained momentum and wheeled to the north-west. But at Ssyrzewo that afternoon they were halted by strong defensive fire, and Russian armour counter-attacked. However, on the right wing we seemed within reach of a big victory; the grenadier regiment of 'Gross Deutschland' was reported to have reached Werchopenje (Map II). On the right flank of 'Gross Deutschland' a battle-group was formed to exploit this success; it consisted of the reconnaissance detachment and the assault-gun detachment and was told to advance as far as Height 260.8 to the south of Nowosselowka. When this battle-group reached Gremutshy they found elements of the grenadier regiment in the village. The grenadiers were under the illusion that they were in Nowosselowka and could not believe that they were only in Gremutshy. * Thus the

report of the so-called success of the grenadiers was proved wrong ; things like that happen in every war and particularly in Russia.



A hill north of Gremutshy was taken during the evening against stubborn resistance ; and the panzer regiment shot Russian tanks off Height 230.1. Darkness put an end to the fighting. The troops were already in a state of exhaustion

and a Panzer Division had been unable to advance very far

elements of 'Gross Deutschland' whose further advance was badly hampered by fire and counter-attacks on the left flank, where 3 Panzer was held up.

On 8 July the battle-group, consisting of the reconnaissance detachment and assault-gun detachment of 'Gross Deutschland', advanced up the main road, and reached Height 260.8; it then wheeled to the west to ease the advance of the divisional panzer regiment and the panzergrenadiers who by-passed Werchopenje on the east. This village was still held by considerable enemy forces and the rifle regiment attacked it from the south. Height 243.0, immediately to the north of

broke down in front of this hill; the Russian tanks seemed to be everywhere and singled out the spearhead of 'Gross Deutschland', allowing it no rest.

That afternoon the battle-group on the right of 'Gross Deutschland' repulsed seven attacks by Russian armour and knocked out twenty-one T34s. 48 Panzer Corps ordered the *Schwerpunkt* of 'Gross Deutschland' to wheel westward and bring some help to 3 Panzer Division where the threat to the left flank remained as grave as ever. Neither Height 243.0 nor the western outskirts of Werchopenje were taken on that day—it could no longer be doubted that the back of the

advance to the left on the Rakowo-Kruglik road and to prepare for an outflanking attack against Beresowka. During the night 9/10 July the tanks of 3 Panzer entered Beresowka from the west, but the division's attack to the north was again checked in front of a small forest to the north of the village.

11 Panzer Division was unable to advance very far, while the S.S. Panzer Corps operating on our eastern flank had to ward off strong armoured counter-attacks all along the line; like ourselves it had gained but little ground.

The slow progress of the southern pincer was disappointing, but we had in fact done much better than our comrades on the

VISIT TO FRONT ARMY : —

. . . the ninety Porsche Tigers, which were operating with Model's army, were incapable of close-range fighting since they lacked